



March 2, 2023

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

NOTICE is hereby given that a special meeting of the Burbank-Glendale-Pasadena Airport Authority will be held on Monday, March 6, 2023, at 9:00 a.m., in the Airport Skyroom of Hollywood Burbank Airport, 2627 N. Hollywood Way, Burbank, CA 91505.

In addition to attending the meeting in person, 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

Special Meeting of Monday, March 6, 2023

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 three 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.*

## A G E N D A

Monday, March 6, 2023

1. ROLL CALL
2. PLEDGE OF ALLEGIANCE
3. APPROVAL OF AGENDA
4. PUBLIC COMMENT (Public comment will be limited to a total of 20 minutes at the beginning of the meeting and will continue at the conclusion of the meeting, if necessary. Comments are limited to 3 minutes each, and the Authority President may limit this time if reasonable under the circumstances.)
5. CONSENT CALENDAR (Includes Minutes. Items on the Consent Calendar are generally routine in nature and may be acted upon by one motion unless removed for separate consideration.)
  - a. Committee Minutes  
(For Note and File)
    - 1) Executive Committee
      - (i) February 1, 2023 **[See page 1]**
    - 2) Finance and Administration Committee
      - (i) February 6, 2023 **[See page 4]**
  - b. Commission Minutes  
(For Approval)
    - 1) February 21, 2023 **[See page 6]**
  - c. Fourth Amendment to the Wireless Communications License Agreement Between Burbank-Glendale-Pasadena Airport Authority and AWH Burbank Hotel, LLC dba Los Angeles Marriott Burbank Airport **[See page 12]**
6. ITEM FOR COMMISSION APPROVAL
  - a. Direction on Restart or Termination of ADK Consulting, Inc., Contract for Organizational Governance Structure Study **[See page 17]**
7. ITEM FOR COMMISSION DISCUSSION
  - a. Presentation of Preliminary Design Concepts  
Replacement Passenger Terminal Project

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)

- b. CONFERENCE WITH LABOR NEGOTIATOR  
(California Government Code Section 54957.6)  
Authority Representatives: Frank R. Miller, Executive Director  
Unrepresented Employee: Director of Public Safety/Chief of Police

- c. PUBLIC EMPLOYEE PERFORMANCE EVALUATION  
(California Government Code Section 54957(b))  
Title: Director of Public Safety/Chief of Police

9. ITEMS PULLED FROM CONSENT CALENDAR

10. EXECUTIVE DIRECTOR COMMENTS

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.)

12. PUBLIC COMMENT

13. ADJOURNMENT

## COMMISSION NEWSLETTER

Monday, March 6, 2023

*[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 Executive Committee meeting of February 1, 2023, and approved minutes of the February 6, 2023, meeting of the Finance and Administration Committee are included in the agenda packet for information purposes.
- b. COMMISSION MINUTES. A draft copy of the February 21, 2023, Commission meeting minutes is attached for the Commission's review and approval.
- c. FOURTH AMENDMENT TO THE WIRELESS COMMUNICATIONS LICENSE AGREEMENT BETWEEN BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY AND AWH BURBANK HOTEL, LLC DBA LOS ANGELES MARRIOTT BURBANK AIRPORT. A staff report is included in the agenda packet. At its meeting held on February 21, 2023, the Finance and Administration Committee voted unanimously (3–0) to recommend that the Commission approve the proposed Fourth Amendment to the Wireless Communications License Agreement ("Agreement") with AWH Burbank Hotel, LLC dba Los Angeles Marriott Burbank Airport ("Marriott") to extend the term of the Agreement for the placement of radio equipment on the roof of the Marriott which supports the Interagency Communication Interoperability system for the Burbank-Glendale-Pasadena Airport Authority.

### 6. ITEMS FOR COMMISSION APPROVAL

- a. DIRECTION ON RESTART OR TERMINATION OF ADK CONSULTING, INC., CONTRACT FOR ORGANIZATIONAL GOVERNANCE STRUCTURE STUDY. A staff report is included in the agenda packet. At the February 21, 2023, Commission meeting Commissioner Ovrom requested an update on the status of the ADK Consulting Inc., professional services agreement for an organizational governance structure evaluation.

### 7. ITEMS FOR COMMISSION DISCUSSION

- a. PRESENTATION OF PRELIMINARY DESIGN CONCEPTS – REPLACEMENT PASSENGER TERMINAL PROJECT. No staff report attached. As discussed at the March 1, 2023, Executive Committee meeting, representatives from Jacobs Project Management Co., and Corgan will present to the Commission the preliminary concepts for the Replacement Passenger Terminal project.

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

**WEDNESDAY, FEBRUARY 1, 2023**

A regular meeting of the Executive Committee was called to order on this date in the Burbank Room, 2627 N. Hollywood Way, Burbank, California, at 9:00 a.m., by Commissioner Gabel-Luddy.

**1. ROLL CALL**

<b>Present:</b>	Commissioners Gabel-Luddy, Williams and Najarian
<b>Absent:</b>	None
<b>Also Present:</b>	Staff: Frank Miller, Executive Director John Hatanaka, Senior Deputy Executive Director; Kathy David, Deputy Executive Director, Finance and Administration
	Authority Counsel: Terence Boga, Esq., Richards, Watson & Gershon
	Roger Johnson, Senior Program Manager, Jacobs Project Management Co.; Geoff Wheeler, Assistant Vice-President, Ricondo & Associates, Inc. (via teleconference)

**2. Approval of Agenda**

<b>Motion</b>	Commissioner Williams moved approval of the agenda; seconded by Commissioner Najarian.
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<b>Motion Approved</b>	The motion was approved (3–0).
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**3. Public Comment**

There were no public comments.

**4. Approval of Minutes**

<b>a. January 25, 2023</b>	Commissioner Williams moved approval of the Committee minutes of the January 25, 2023 special meeting, seconded by Commissioner Najarian. There being no objection, the motion was approved (3–0).
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## 5. Items for Discussion

### a. Replacement Passenger Terminal Project Decision Matrix

Continuing from the January 25, 2023 meeting discussions with the Committee, the Replacement Passenger Terminal Program Manager, Jacobs Project Management Co., provided additional information and suggestions to the Committee regarding the decision matrix to support the RPT project.

### b. Resolution Approving a Project Charter, Designating Change Order Approval Responsibilities, and Establishing a Conceptual Design Selection Voting Procedure for the Replacement Passenger Terminal Project

Staff sought an Executive Committee recommendation to the Commission for the adoption of a Resolution approving the proposed Project Charter, designating change order approval responsibilities of the Executive Director and Commission, and establishing a voting procedure for the Commission's selection of a conceptual design for the RPT campus.

#### Motion

Commissioner Williams moved approval; seconded by Commissioner Najarian.

#### Motion Approved

The motion was approved (3–0).

### c. Amendment No. 1 to Design-Build Agreement for Replacement Passenger Terminal Project

Staff sought an Executive Committee recommendation to the Commission for approval of Amendment No. 1 to the Design-Build Agreement with Holder, Pankow, TEC - A Joint Venture for the RPT project. The amendment (i) memorializes the threshold at which change orders must be approved by the Commission; and (ii) clarifies the contract document list.

#### Motion

Commissioner Najarian moved approval; seconded by Commissioner Williams

#### Motion Approved

The motion was approved (3–0).

## 6. Items for Information

### a. Replacement Passenger Terminal Project – Anticipated Funding Sources

The Financial Feasibility Consultant, Ricondo & Associates, Inc. provided an overview of the anticipated Funding Sources and amounts for the RPT project.

### b. Committee Pending Items

This item was deferred to the Committee's next meeting.

**7. Closed Session**

This item was cancelled due to a scheduling conflict.

- 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<sup>th</sup>. Cir. 2021)

**8. Adjournment**

There being no further business, the meeting was adjourned at 10:17 a.m.



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

**MONDAY, FEBRUARY 6, 2023**

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 11:38 a.m., by Commissioner Ovrom.

**1. ROLL CALL**

**Present:** Commissioners Ovrom, Wilson and Quintero

**Absent:** NONE

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

Also present:  
Mr. David Bullock, Partner, Macias Gini & O'Connell  
Mr. Louis Choi, Public Resources Advisory Group  
(via Zoom conference)

**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. January 17, 2023**

A draft copy of minutes of the special meeting of January 17, 2023, were included in the agenda packet for review and approval.

**Motion**

Commissioner Quintero moved approval of the minutes; seconded by Commissioner Wilson.

**Motion Approved**

The minutes were approved as presented (3–0).

Staff requested that Item No. 7.a. be taken out of order to accommodate the schedule of the presenter from Macias Gini & O'Connell LLP, Mr. David Bullock. Commissioner Ovrom concurred.

## **7. Items for Discussion**

### **a. Presentation of Fiscal Year 2022 Financial Statements and Summary of Audit Results**

Staff presented to the Committee an overview of each audit report and financial results for the fiscal year ended June 30, 2022.

Mr. Bullock, Partner at Macias Gini & O'Connell LLP ("MGO"), provided the Committee with a summary of MGO's audit and unmodified opinion of the Authority's financial statements for FY 2022.

#### **Motion**

Commissioner Wilson moved approval to note and file; seconded by Commissioner Quintero.

#### **Motion Approved**

The motion was unanimously approved (3–0).

## **6. Items for Approval**

### **a. Month-to-Month Space Lease Certified Aviation Services, LLC**

Staff presented to the Committee for recommendation to the Commission for approval a proposed Month-to-Month Space Lease with Certified Aviation Services, LLC ("Lease") for the purpose of providing support space for aircraft and ground equipment maintenance services, commonly known as "aircraft line maintenance."

Subject to Commission approval, the proposed Lease would become effective February 21, 2023.

#### **Motion**

Commissioner Wilson moved approval; seconded by Commissioner Quintero.

#### **Motion Approved**

The motion was unanimously approved (3–0).

## **8. Items for Information**

### **a. Replacement Passenger Terminal Financing Update – Results of RFP – Letter of Credit**

Mr. Louis Choi of Public Resources Advisory Group briefed the Committee (via Zoom conference) on the Authority's status of financing activities for the Replacement Passenger Terminal.

### **b. Committee Pending Items**

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

## **9. Adjournment**

There being no further business to discuss, the meeting was adjourned at 12:00 p.m.

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

**TUESDAY, FEBRUARY 21, 2023**

A special meeting of the Burbank-Glendale-Pasadena Airport Authority was called to order this date in the Airport Skyroom, 2627 N. Hollywood Way, Burbank, California, at 9:06 a.m., by President Gabel-Luddy.

**1. ROLL CALL**

**Present:** Commissioners Gabel-Luddy, Williams, Najarian, Hampton (arrived 9:10 a.m.), Ovrom, Dyson, Wilson, Quintero

**Absent:** Commissioner Devine

**Also Present:** Staff: Frank Miller, Executive Director; John Hatanaka, Senior Deputy Executive Director; Kathy David, Deputy Executive Director, Finance and Administration; David Kwon, Director, Financial Services; Nerissa Sugars, Director, Communications and Air Service; Tom Janowitz, Sr. Manager, Ground Access

Also Present:  
Roger Johnson, Senior Program Manager, Jacobs Program Management Co.; Brent Kelley, Principal, Aviation Sector Leader, Corgan; David Bullock, Partner, Macias, Gini & O'Connell

**2. PLEDGE OF ALLEGIANCE**

Commissioner Quintero led the Pledge of Allegiance.

**3. APPROVAL OF AGENDA**

The agenda was approved as presented.

**MOTION**

Commissioner Williams moved approval of agenda; seconded by Commissioner Wilson.

**MOTION APPROVED**

There being no objection, the motion was approved (7-0, 2 absent).

AYES: Commissioners Gabel-Luddy, Williams, Najarian, Ovrom, Dyson, Wilson, Quintero

NOES: NONE

ABSENT: Commissioners Devine and Hampton

4. **PUBLIC COMMENT** (*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.*)

Justin, Resident of Studio City.

5. **CONSENT CALENDAR** (*Includes Minutes. Items on the Consent Calendar are generally routine in nature and may be acted upon by one motion unless removed for separate consideration.*)

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

**1) Operations and Development Committee**

- (i) **January 17, 2023**      Approved minutes of the January 17, 2023, Operations and Development Committee special meeting were included in the agenda packet for information purposes.

**2) Finance and Administration Committee**

- (i) **January 17, 2023**      Approved minutes of the January 17, 2023, Finance and Administration Committee special meeting were included in the agenda packet for information purposes.

**3) Legal, Government and Environmental Committee**

- (i) **December 19, 2022**      Approved minutes of the December 19, 2022, Finance and Administration Committee meeting were included in the agenda packet for information purposes.

**b. Commission Minutes (For Approval)**

- 1) **February 6, 2023**      A copy of the draft minutes of the February 6, 2023, Commission meeting were included in the agenda packet for review and approval.

**c. Fleet Maintenance Services Agreement Extension  
Keolis Transit Services, LLC**

At its meeting held on February 6, 2023, the Operations and Development Committee voted unanimously (3–0) to recommend that the Commission authorize a second one-year extension of the Fleet Maintenance Agreement with Keolis Transit Services LLC.

With the approval of this extension, the fixed hourly rate will be increased from \$75.00 per hour to \$76.50, adjusting the annual labor cost to approximately \$153,000. Parts and materials ordered through Keolis are charged separately and will be subject to an 18% markup. In FY 2022, the cost of parts and materials (without markup) was approximately \$90,000.

**d. Award of Multi-Year Purchase Order – Magnetic Ticket and Label Corporation**

At its meeting held on February 6, 2023, the Operations and Development Committee voted unanimously (3–0) to recommend that the Commission approve a multi-year Purchase Order with Magnetic Ticket and Label Corporation for the provision of all paper stock utilized by the SITA Common Use Passenger Processing System and Common Use Self-Service equipment. The term of this Purchase Order is from April 1, 2023, through March 31, 2026, with two one-year extension options. The cost of these supplies are fully reimbursable by the Airlines serving the Airport. The annual cost can vary, but the historical annual cost is approximately \$110,000.

**e. Month-to-Month Space Lease Certified Aviation Services, LLC**

At its meeting held on February 6, 2023, the Finance and Administration Committee voted unanimously (3–0) to recommend that the Commission approve a Month-to-Month Space Lease with Certified Aviation Services, LLC for the purposes of providing support space for aircraft and ground equipment maintenance services, commonly referred to as “aircraft line maintenance”.

**MOTION**

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

**MOTION APPROVED**

There being no objection, the motion was approved (8–0, 1 absent).

AYES: Commissioners Gabel-Luddy, Williams, Najarian, Hampton, Ovrom, Dyson, Wilson, Quintero

NOES: NONE

ABSENT: Commissioner Devine

**6. ITEMS FOR COMMISSION DISCUSSION**

**a. Design Process Update**

Roger Johnson, Senior Program Manager, Jacobs Program Management Co. and Brent Kelley, Principal, Aviation Sector Leader, Corgan updated the Commission on the Design Process for the Replacement Passenger Terminal.

**7. ITEMS FOR COMMISSION INFORMATION**

**a. Presentation of Fiscal Year 2022 Financial Statements and Summary of Audit Results**

At its meeting on February 6, 2023, the Finance and Administration Committee voted unanimously (3–0) to recommend that the Commission note and file the Fiscal Year 2022 Financial Statements and Analysis of Financial Results.

Staff introduced David Bullock, Engagement Partner at Macias Gini & O'Connell LLP ("MGO"), the Authority's independent auditor, who, via Zoom conference, provided the Commission with a summary of MGO's audit and unmodified opinion of the Authority's financial statements for FY 2022.

**MOTION**

Commissioner Ovrom moved approval to note and file these documents; seconded by Commissioner Quintero.

**MOTION APPROVED**

There being no objection, the motion was approved (8-0, 1 absent).

AYES: Commissioners Gabel-Luddy, Williams, Najarian, Hampton, Ovrom, Dyson, Wilson, Quintero

NOES: NONE

ABSENT: Commissioner Devine

**b. Financial Performance Update  
Six Months of FY 2023**

Staff updated the Commission with information regarding the financial results for the first six months of FY 2023 at the Airport.

At this point, Commissioner Gabel-Luddy suggested that the Commission move to Closed Session. The Commission concurred.

**8. CLOSED SESSION**

The meeting convened to Closed Session at 11:15 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)**

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

**Authority Representatives: Frank R. Miller, Executive Director**

**Unrepresented Employee: Director of Public Safety/Chief of Police**

**Meeting Reconvened to  
Open Session**

The meeting was reconvened to open session at 12:05 p.m. with (7) Commissioners present.

**Closed Session Report**

There was nothing to report from Closed Session.

## **7. ITEMS FOR COMMISSION INFORMATION (Continued)**

- |  |   |
|--|---|
| <b>c. December 2022 Passenger and Air Cargo Statistics</b>                   | Item was not presented. Commission was advised to inform Staff if they had any questions.   |
| <b>d. December 2022 Ground Transportation Statistics</b>                     | Item was not presented. Commission was advised to inform Staff if they had any questions.   |
| <b>e. December 2022 Parking Revenue Statistics</b>                           | Item was not presented. Commission was advised to inform Staff if they had any questions.   |
| <b>f. Information Item - Electric Vertical Take-Off and Landing Aircraft</b> | At the Legal, Government and Environmental Affairs Committee meeting of February 6, 2023, Commissioner Dyson requested the presented information on Electrical Vertical Take-off and Landing aircraft be included in the Commission agenda packet as an informational item. |

## **9. ITEMS PULLED FROM CONSENT CALENDAR**

No items were pulled from the Consent Calendar.

## **10. EXECUTIVE DIRECTOR COMMENTS**

The Executive Director gave a follow-up to the report on the Hollywood Burbank Airport Academy.

It was also announced that the Executive Director will present a quarterly report at the next meeting of 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 Ovrom requested a status update on the contract with ADK Consultants. Staff will provide this information at the next scheduled Commission meeting.

Commissioner Dyson requested an update on Metrolink's relationship with the Airport. After the discussion Commissioner Dyson will bring this request to the Legal, Government and Environmental Affairs Committee.

Commissioner Gabel-Luddy informed that Chief of Police Ed Skvarna will be making a presentation to the Zonta Club of Burbank on the issue of Anti-Human Trafficking.

## **12. PUBLIC COMMENT**

There were no additional public comments.

**13. ADJOURNMENT**

The meeting was adjourned at 12:30 p.m.

\_\_\_\_\_  
Emily Gabel-Luddy, President

\_\_\_\_\_  
Ara Najarian, Secretary

\_\_\_\_\_  
Date

\_\_\_\_\_  
Date



**STAFF REPORT PRESENTED TO THE  
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY  
MARCH 6, 2023**

**FOURTH AMENDMENT TO THE WIRELESS COMMUNICATIONS  
LICENSE AGREEMENT BETWEEN  
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY AND  
AWH BURBANK HOTEL, LLC DBA LOS ANGELES MARRIOTT BURBANK AIRPORT**

Prepared by Scott Kimball  
Deputy Executive Director, Operations, Business, & SMS

**SUMMARY**

At its special meeting held on February 21, 2023, the Finance and Administration Committee ("Committee") voted unanimously (3-0) to recommend that the Commission approve the proposed Fourth Amendment to the Wireless Communications License Agreement ("Agreement") with AWH Burbank Hotel, LLC dba Los Angeles Marriott Burbank Airport ("Marriott") to extend the term of the Agreement for the placement of radio equipment on the roof of the Marriott which supports the Interagency Communication Interoperability system for the Burbank-Glendale-Pasadena Airport Authority ("Authority").

**BACKGROUND**

In 2005, the Authority approved the replacement of its existing non-proprietary wideband analog VHF radio system with an ultra-high frequency ("UHF") digital radio system which allows the Authority's Public Safety personnel to communicate with other governmental agencies as provided under the National Incident Management System.

The UHF digital radio system which operates within a radius of five miles from the Airport requires a control station which contains infrastructure equipment such as radio dispatch control stations, repeaters, antennas and related equipment. The control stations allow the radio consoles to communicate, monitor and patch through to other agency public safety radio personnel and systems.

In July 2007, the Authority approved an Agreement with Marriott for the placement of a repeater, antennas and cables on the roof and in an indoor radio equipment room at the Marriott at a cost of \$500.00 per month (this monthly rate was increased to \$600.00 per month per the Third Amendment).

The Agreement has been amended and extended several times through the years and is currently set to expire on March 31, 2023.

The proposed Amendment will extend the term of the Agreement for one (1) additional year and shall automatically be further extended for one-year periods unless either party gives the other party a ninety (90) days' prior written notice to terminate. The monthly License Fee shall remain the same during all one-year extensions at \$600.00 per month.

## DETAILS

The key components of the proposed Fourth Amendment between Marriott and the Authority are summarized as follows:

<u>Licensed Area:</u>	Marriott rooftop and indoor radio equipment room
<u>Term:</u>	April 1, 2023 to March 31, 2024
<u>Renewal Option:</u>	Automatically extends for one (1) year periods unless either party gives the other party a 90 days' prior written notice to terminate
<u>Termination:</u>	90 days' prior written notice by either party
<u>License Fee:</u>	\$600 per month or \$7,200 annually
<u>Equipment:</u>	Four (4) base antennas (roof), one (1) microwave antenna (roof), and one (1) communication rack (indoors) to house microwave support electronics, repeater/base station, and UPS battery backup with tie-in to Marriott's emergency power source
<u>Maintenance:</u>	Authority is responsible for operating and maintaining the Airport Radio Equipment
<u>Ownership:</u>	Airport Radio Equipment remains the sole property of the Authority
<u>Taxes:</u>	Authority responsible for all applicable taxes, if any
<u>Utilities:</u>	Authority responsible for all utilities used to operate Airport Radio Equipment

## IMPACT ON REVENUE

The Authority's annual base fee for the proposed Fourth Amendment is \$7,200 per year.

## RECOMMENDATION

At its special meeting held on February 21, 2023, the Committee voted unanimously (3-0) to recommend that the Commission approve the Fourth Amendment to the Wireless Communications License Agreement with AWH Burbank Hotel, LLC for the licensed area at the Los Angeles Marriott Burbank Airport Hotel & Convention Center and authorize the President to execute same.

#### **FOURTH AMENDMENT TO WIRELESS COMMUNICATIONS LICENSE AGREEMENT**

This FOURTH AMENDMENT TO WIRELESS COMMUNICATIONS LICENSE AGREEMENT (the "**Amendment**") is dated as of \_\_\_\_\_, 2023 (the "**Effective Date**") and is entered into by and between AWH Burbank Hotel, LLC, a Delaware limited liability company (as successor-in-interest to PHF II Burbank LLC) ("**Licensor**"), and Burbank-Glendale-Pasadena Airport Authority, a public entity formed under a joint exercise of powers agreement among the cities of Burbank, Glendale and Pasadena, California, pursuant to the California Joint Exercise of Powers Act ("**Licensee**"), and together with Licensor, collectively, the "**Parties**").

#### **RECITALS**

Licensor and Licensee (or their predecessors-in-interest) entered into that certain Wireless Communications License Agreement dated August 6, 2007 (the "**Original License Agreement**") whereby Licensor granted to Licensee a non-exclusive, revocable license to install, maintain and operate certain radio equipment in the Licensed Area (as defined in the Original License Agreement) at the property located at 2500 North Hollywood Way, Burbank, California 91505, currently known as the Burbank Airport Marriott Hotel & Convention Center, which Original License Agreement was amended by that certain First Amendment to Wireless Communications License Agreement dated as of September 11, 2017, that certain Second Amendment to Wireless Communications License Agreement dated as of December 29, 2017, and that certain Third Amendment to Wireless Communications License Agreement dated as of April 7, 2018 (together with the Original License Agreement, the "**License Agreement**"). Unless otherwise defined herein, all capitalized terms used herein shall have the meanings ascribed to such terms in the License Agreement.

NOW, THEREFORE, in consideration of the mutual covenants herein contained and other consideration, the legal sufficiency of which is hereby acknowledged, the Parties hereby agree as follows:

1. The License Agreement is in full force and effect and neither Licensor nor Licensee is in breach under the terms of the License Agreement.
2. Following the Expiration Date of the License Agreement, which the Parties hereby agree is scheduled to occur on March 31, 2023, the term of the License Agreement will automatically be extended for one (1) additional year and unless either party gives the other written notice at least ninety (90) days prior to the end of the then-current term that the term is to expire at the end of the then-current term, the term shall be automatically further extended by one year at the end of the initial one-year extension and each subsequent one year extension (each, an "**Extension Term**"). (If such written notice is timely given, the term shall expire at the end of the then-current one year extension term.) The monthly License Fee shall remain the same during all one year extensions (\$600.00 per month).
4. To the extent any provision contained in this Amendment conflicts with the terms of the License Agreement, the terms and provisions of this Amendment shall control. Except as

expressly set forth in this Amendment, the License Agreement otherwise is unmodified and remains in full force and effect.

5. This Amendment may be executed in duplicate counterparts, each of which will be deemed an original. Signed electronic copies of this Amendment will legally bind the Parties to the same extent as originals.
6. This Amendment supersedes any prior understandings or agreements, whether written or oral, between the Parties in regard to the subject matter hereof, and contains the entire agreement between the Parties in regard to the subject matter thereof. This Amendment may not be changed or modified orally, but only by an agreement, in writing, executed by the Parties.
7. Any clause, sentence, paragraph, section or provision of this Amendment held by a court of competent jurisdiction to be invalid, illegal or ineffective shall be confined to the clause, sentence, paragraph, section or provision so held to be invalid, illegal or ineffective, and this Amendment shall be construed as if such invalid, illegal or ineffective provisions had never been contained herein.
8. This Amendment shall be governed by and construed in accordance with the laws of the State of California, without giving effect to the choice of law rules thereof.
9. Each of the Parties represents and warrants that it has the right, power, legal capacity and authority to enter into and perform its respective obligations under this Amendment.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Parties execute this Fourth Amendment to Wireless Communications License Agreement as of the Effective Date (first stated above).

**LICENSOR:**

AWH BURBANK HOTEL, LLC

By: 

Print Name: ALLEN T. TARKENTON

Title: GENERAL MANAGER

**LICENSEE:**

BURBANK-GLENDALE-PASADENA  
AIRPORT AUTHORITY

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

Approved as to form:

\_\_\_\_\_  
Richards, Watson & Gershon  
A Professional Corporation

**STAFF REPORT PRESENTED TO THE  
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY  
MARCH 6, 2023**

**DIRECTION ON RESTART OR TERMINATION OF  
ADK CONSULTING, INC. CONTRACT FOR  
ORGANIZATIONAL GOVERNANCE STRUCTURE STUDY**

**SUMMARY**

At the February 21, 2023, Commission meeting, Commissioner Ovrom requested an update on the status of the ADK Consulting Inc. ("ADK") professional services agreement ("PSA") for an organizational governance structure evaluation. A copy of Commissioner Ovrom's request is attached.

**BACKGROUND**

Since its acquisition of the Airport in 1978, the Authority has utilized an independent contractor for management services and personnel. The Authority's current, and longstanding, contractor for these services is TBI Airport Management, Inc. ("TBI"). Over the years some Commissioners have occasionally expressed interest in receiving an assessment of the advantages and disadvantages of having a chief operating officer who is an Authority employee rather than a TBI employee. At its February 18, 2020, meeting, the Commission voted (8-0, 1 absent) to award a PSA to ADK to undertake this study. The PSA was for a not-to-exceed amount of \$43,000, of which approximately \$35,380 was for professional services and \$7,500 was for travel expenses.

Due to the COVID-19 pandemic, at the direction of the Legal, Government and Environmental Affairs Committee ("Legal Committee"), the PSA with ADK was suspended. The suspension notice was sent to ADK on April 23, 2020, via email. As of May 18, 2020, \$4,287.60 of expense reimbursement had been paid to ADK.

On February 16, 2021, the Legal Committee unanimously voted to direct staff to agendize an item for the Commission to consider restarting the PSA with ADK. The item was presented to the Commission on April 19, 2021. The Commission deferred a decision until the May 3, 2021, meeting. At that time, the Commission's consensus was to restart the contract July 1, 2021, barring any constraints. ADK has not restarted its work on the project. Staff contacted ADK again and the firm is in a position to restart the project now.

**RECOMMENDATION**

Staff seeks direction from the Commission on a restart or termination of the organizational governance structure evaluation PSA with ADK.

## **Bud Ovrom Agenda Item Request**

### **February 21, 2023**

I would like to request that at our next regular meeting the Commission be provided with an update on the status of the contract, unanimously approved by the Commission in February 2020, with ADK Consulting for an 'Organizational Governance Structure Study.'

Of course, we cannot discuss it at the meeting, but I have provided below my reasons for requesting that it be put back on an agenda. I ask that these remarks be included with the staff report when it comes back to the Commission at the next meeting.

---

I think the suggestion for the study originated with Steve Madison and/or Terry Tornek. The attached staff report says 'some Commissioners'. Paula Devine is the only remaining Commissioner from that time. I heard about the Study from Ross Selvidge.

Per the Agreement, "The question is ... should the Executive Director be an employee of the Authority reporting directly to the Board or continue the current structure as a TBI employee?"

I have worked with all of the Airport EDs from when I was appointed Burbank City Manager in 1985. I THINK Tom Greer might have been an Authority employee, the way Ed Skvarna is now. I THINK Dios Morero was under contract, but it might have been a separate contract from the main contract with the operator at that time, maybe still Lockheed Airport Terminal. I am sure Dan Fager was promoted from the inside and I imagine he stayed under the contract he was already with, probably TBI. Frank came from the outside in September 2016 and was put in the TBI contract. ADK could more accurately recount the employment history of the ED as well as provide various alternatives for how it can be done.

I do not know what Terry or Steve were thinking at the time they suggested this study, but, in my mind, I do NOT believe it has anything to do with Frank Miller. His employment agreement is what it is. Some day he will retire and I believe it makes sense for the Commission to think about this important management issue before the rush of recruiting and appointing a new ED.

I am also asking for this update because I do not believe contracts approved by the Commission should just disappear. A progress payment of \$4,287 was made in May 2020, so I assume there has been some progress. In the two years I have been here, I recall Ross Selvidge (who seconded the original motion) asking for an update and all of us being told at a Commission meeting that interviews with various Commissioners would start soon. I do not know if that ever happened. I later asked for an update, and I remember then Commissioner Vrej Agajanian commenting that he thought it was 'weird' for a person who is managing a contract to be a part of that contract. No report back ever came from that request, so I am asking again.

I did some brief on-line checking and ADK does appear to be a very reputable airport consulting firm, albeit headquartered in Florida ... and the contract provided for \$7,500 in travel expenses. Per the attached staff report, ADK was the firm that handled the recruitment for Mr. Miller to BUR.

I believe all of us would benefit from seeing this consulting contract completed.

**STAFF REPORT PRESENTED TO THE  
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY  
FEBRUARY 18, 2020**

**AWARD OF PROFESSIONAL SERVICES AGREEMENT FOR  
ORGANIZATIONAL GOVERNANCE STRUCTURE STUDY**

**SUMMARY**

At its February 3, 2020 meeting, the Legal, Government and Environmental Affairs Committee ("Committee") voted unanimously (2-0, 1 absent) to recommend that the Commission award a professional services agreement ("PSA") to ADK Consulting, Inc. ("ADK") for an organizational governance structure study. The proposed PSA, copy attached, will have a not-to-exceed amount of \$43,000.

**BACKGROUND**

Since its acquisition of the Airport in 1978, the Authority has utilized an independent contractor for management services and personnel. Currently, this arrangement is structured through a 2008 airport management services agreement with TBI Airport Management, Inc. ("TBI"). The personnel provided by TBI under that agreement include the Executive Director. The agreement also gives the Commission the option to employ or appoint an "Authority Executive Director" to serve as the Authority's chief operating officer and to whom TBI and its personnel shall report.

Over the years some Commissioners have occasionally expressed interest in receiving an assessment of the advantages and disadvantages of having a chief operating officer who is an Authority employee rather than a TBI employee. To that end, the General Counsel obtained a proposal from ADK for the Committee's consideration. The Authority retained ADK in 2016 for executive search and consulting services. ADK led the nationwide search that resulted in the selection of Frank Miller to serve as Executive Director. For this engagement, ADK is proposing to prepare a "SWOT" analysis and does not contemplate that financial liabilities, legal fees, etc. will be a prominent issue of the study. ADK's proposal includes a fee schedule with an estimate of \$35,380 for the consultant fee and \$7,500 for travel expense reimbursement. A copy of ADK's proposal is included as Exhibit A of the proposed PSA.

**RECOMMENDATION**

At its February 3, 2020 meeting, the Committee voted unanimously (2-0, 1 absent) to recommend that the Commission award a PSA to ADK with a not-to-exceed amount of \$43,000 for an organizational governance structure study.

STAFF REPORT\COMMISSION\2-18-2020  
AWARD OF PROFESSIONAL SERVICES AGREEMENT FOR  
ORGANIZATIONAL GOVERNANCE STRUCTURE STUDY

**PROFESSIONAL SERVICES AGREEMENT**  
(Burbank-Glendale-Pasadena Airport Authority / ADK Consulting, Inc.)

 [hollywoodburbankairport.com](http://hollywoodburbankairport.com)





**Organizational Governance Structure  
Evaluation & Consulting  
Burbank-Glendale-Pasadena Airport Authority**

**January 27, 2020**

ADK Consulting & Executive Search  
PO Box 330906  
Atlantic Beach, FL 32233  
Phone: 904-536-8102  
Email: [doug@adkexecutivesearch.com](mailto:doug@adkexecutivesearch.com)



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## **Organizational Governance Structure Evaluation & Consulting**

### **Burbank-Glendale-Pasadena Airport Authority (BGPAA)**

#### **ADK Overview**

ADK incorporated in 2003 in Jacksonville, Florida with a focus on providing executive search recruitment and consulting services to the aviation industry with an initial focus that specialized in airport related recruitment and consulting. Today, ADK is considered to be the largest search firm in the U.S. airport industry based on the total number of searches performed annually for airports.

Due to continued requests from our clients, board members and others in the aviation industry, we expanded our services to be more inclusive and broader-based throughout the aviation industry sector. This includes our HR Solutions services, a robust consulting service for organizational and human resources consulting.

The testimony for any organization, such as ADK, is the success and repeat business that has been achieved between them and their clients. At ADK, we are honored by the number of high profile clients who call on us repeatedly to fill their vacancies and/or provide additional consulting services.

The ADK Team, with 15 professionals and 3 administrative support staff, has decades of experience in executive recruitment, human resources solutions, strategic/business management, publicly elected board experience, organizational management, and compensation studies, just to name a few.

#### **Scope of Work for BGPAA**

Organizations are constantly changing due to external and internal factors that are most often beyond their control. There are fluctuations and changes in financial markets, competition, industry regulations, business strategies, leadership, company culture and staff. The best organizations understand that for long-term health and effectiveness, it is beneficial to conduct periodic reviews and assessments to identify and understand critical issues that influence the growth and success of their organization as well as mitigate risk.

One of the issues being discussed is the relationship between the Burbank-Glendale-Pasadena Airport Authority (BGPAA) and TBI Airport Management, Inc. (TBI) who manages the airport under a long term contract with the Authority. A discussion has begun regarding the reporting relationship between TBI's Executive Director and the Authority. The question is...should the Executive Director be an employee of the Authority reporting directly to the Board or continue the current structure as a TBI employee?

If selected, our review will develop a framework for evaluating this potential and focus attention on the Authority's business priorities in order to improve the effectiveness of the organization and create positive change where and when needed. We will focus our efforts on governance and expectations, communications, challenges (real or imagined), and what issues, pro and con, could be expected under either scenario. In other words, a SWOT analysis.



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ADK does not anticipate financial liabilities, legal fees, etc. becoming a prominent issue of this study as this is a management contract with TBI, not a P3 investment. The only currently visible financial work would be a renegotiation of the TBI management contract if that is the path chosen by BGPAA as a result of this study..

If our study uncovers unanticipated issues involving financial or legal matters that would have a potential fiscal impact on the Authority, the Board will have to engage additional assistance from both a legal and financial feasibility point of view. We have consulting associates in the industry that do that kind of work and we could assist the Board upon request.

## **Process Phase 1**

### **Section 1 – Approach/Methodology**

This section describes the approach used to review and evaluate the current governance structure at the Hollywood Burbank Airport (BUR) and the relationship with TBI. It also identifies the method used to develop a proposed reorganizational alignment if that is a result of the evaluation that meets the objectives of BGPAA and TBI.

### **Section 2 – Background Research & Input**

This section will provide a review of background information regarding the existence and the level of quality of policies, procedures, programs, and systems currently in place that the Executive Director is responsible for developing and implementing. This information would be provided by conversations, surveys, and in-depth interviews with Board members, BUR senior staff, and TBI senior executives responsible for the execution and implementation of the BUR agreement. A SWOT analysis will also be conducted.

### **Section 3 – Outcomes from Research & Input**

This section includes the results of input from surveys, input from the CEO, staff and department heads.

### **Section 4 – Peer Review**

Typically, for a study like this, we would include a group of peer CEOs/Executive Directors selected from airports of similar size, some larger, some smaller, to review the BUR information, and to share ideas and information from their airports and their personal experience. However, in this scenario, we do not know of any airports with a similar airport management agreement.





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## **Section 5 – Recommendations**

This section describes our recommendation to the Authority along with the purpose, value, impacts and implementation of any proposed changes. Included in this section are recommendations that touch on the policies, procedures, programs and systems to provide opportunities for best practices. These recommendations were principally derived from the SWOT analysis, and the Authority, Executive Director, and Departmental staff discussions.

## **Section 6 – Implementation Plan**

This final section provides an implementation plan including a timeline of proposed key dates for any changes that may be recommended.

## **Appendix**

The appendix includes forms, surveys, and support information used in the evaluation process.

## **Process Phase 2**

As indicated in the Scope of Work above, we do not anticipate a detailed financial or legal audit will be required; however, unknowns not anticipated and specific additional work may be warranted or requested by the Board. If that is the case, and upon request, ADK will prepare a Scope of Work for this additional requirement and obtain pricing estimates on behalf of the Board.

## **Compensation**

The expectations of the proposal are that, if selected, ADK would be awarded a time and materials agreement that would be based on agreed fees payable in three installments for specific categories of personal related to the scope of work contracted.

As a time and materials agreement, the monetary amount will be based upon agreed hourly billing rates, actual time, and actual travel related and study expenses. An estimate of time and expenses we believe would be expended for this project is:

<b>ADK Team</b>	<b>Hourly Rate</b>	<b>Estimated Hrs.</b>	<b>Estimated Total</b>
Client Manager:	\$225.00	12 hours	\$2,700
Project Manager:	\$175.00	104 hours	\$18,200
Assistant Project Manager:	\$150.00	76 hours	\$11,400
Research Director:	\$125.00	16 hours	\$2,000
Administrative Manager	\$90.00	12 hours	\$1,080
<b>Estimated Total Fee</b>			<b>\$35,380</b>



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Travel to be billed at actual cost. An estimate of the travel expenses is based on:

- 1 week (5 days including air travel) initial meeting with Board for interviews and staff interviews. Two people (Project Manager and Assistant Project Manager) @ \$ 3000.00 each = \$6000.00
- 2 days, including air travel, for Project Manager to present to the Board = \$1500

Estimated travel expenses = **\$7500.00**

The only miscellaneous expenses anticipated would be the actual printing, binding, and shipping of the report if requested by the Board. ADK will always make its deliverables available electronically.

## General Information

### Company Address and Contact Information

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#### Annell Kuelpman – Chair / Chief Operating Officer

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