



April 13, 2023

CALL AND NOTICE OF A REGULAR MEETING OF THE
LEGAL, GOVERNMENT AND ENVIRONMENTAL AFFAIRS COMMITTEE
OF THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

NOTICE is hereby given that a regular meeting of the Legal, Government and Environmental Affairs Committee will be held Monday, April 17, 2023, at 9:30 a.m., or immediately following the Commission meeting, in the Burbank Room of Hollywood Burbank Airport, 2627 N. Hollywood Way, Burbank, California 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:

(701) 802-5334

Access Code: 2451017#

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

REGULAR MEETING
OF THE
LEGAL, GOVERNMENT AND ENVIRONMENTAL AFFAIRS COMMITTEE
Burbank Room
Monday, April 17, 2023
9:30 a.m., or Immediately Following
the Conclusion of the
Commission Meeting

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.



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

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

- *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 Committee 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 Committee'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 Committee 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, April 17, 2023

1. Roll Call
2. Staff Announcement: AB 23
3. Approval of Agenda
4. Public Comment
5. Approval of Minutes
 - a. April 3, 2023 **[See page 1]**
6. Items for Approval
 - a. Organizational Governance Structure Study **[See page 3]**

Staff seeks direction from the Legal, Government and Environmental Affairs Committee regarding the undertaking of an organizational governance structure study.
 - b. Preliminary Discussion of Request for Citizen's Advisory Committee Agenda Item **[See page 5]**

Staff seeks direction from the Legal, Government and Environmental Affairs Committee on Commissioner Najarian's request for an agenda item to modify the Citizen's Advisory Committee parameters set by Resolution No. 488.
7. Items for Information
 - a. Committee Pending Items **[See page 9]**
8. Adjournment

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

MONDAY, APRIL 3, 2023

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 11:14 a.m., by Commissioner Williams.

1. ROLL CALL

| | |
|----------------------|--|
| Present: | Commissioners Williams, Dyson, and Najarian |
| Absent: | None |
| Also Present: | Staff: Frank Miller, Executive Director; Scott Kimball, Deputy Executive Director, Business and Properties, SMS, Procurement and Operations Authority Counsel: Terence R. Boga of Richards, Watson & Gershon |

2. Staff Announcement: AB 23

The 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 Dyson moved approval of the agenda, seconded by Commissioner Najarian. The motion was approved (3-0).

4. Public Comment

There were no public comments.

5. Approval of Minutes

a. March 6, 2023

Commissioner Dyson moved approval of the Committee minutes of the March 6, 2023 special meeting, seconded by Commissioner Najarian. There being no objection, the motion was approved (3-0).

6. Items for Approval

a. Award of Professional Services Agreement - Art in Public Places Regional Intermodal Transportation Center

Staff sought a Committee recommendation to the Commission for the award of a Professional Services Agreement in the amount of \$59,200 to Ms. Sarah Fernandez for the creation of artwork to satisfy the City of Burbank's Art in Public Places requirement for the Regional Intermodal Transportation Center at Hollywood Burbank Airport.

Motion

Commissioner Dyson moved approval with the request that in addition to the current theme of Aviation History, an additional theme of trains, planes and automobiles be included for the artist's consideration. Commissioner Najarian seconded the motion.

Motion Approved

There being no objection, the motion was approved (3-0).

7. Items for Information

a. Committee Pending Items

Staff presented pending items to the Committee members.

Commissioner Najarian requested that an agenda item to modify the Citizens Advisory Committee be agendaized for the next scheduled Committee meeting.

8. Adjournment

There being no further business, the meeting adjourned at 11:23 a.m.

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
LEGAL, GOVERNMENT AND ENVIRONMENTAL AFFAIRS COMMITTEE
APRIL 17, 2023**

ORGANIZATIONAL GOVERNANCE STRUCTURE STUDY

Presented by
Geoff Wheeler, Ricondo & Associates
Louis Choi, Public Resources Advisory Group

SUMMARY

Staff seeks direction from the Legal, Government and Environmental Affairs Committee (“Committee”) regarding the undertaking of an organizational governance structure study.

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. The last effort started in February 2020 when the Commission awarded ADK Consulting Inc. (“ADK”) a professional services agreement to perform this analysis. ADK initiated the work, but the study was suspended due to the COVID-19 pandemic and was not restarted.

At the March 6, 2023 Commission meeting, in response to a request by Commissioner Ovrom, Staff presented an update on the status of the ADK contract. The Commission gave the Committee the assignment of working on procurement documents for an organizational governance structure study and asked the Committee to provide a recommendation within six months.

While preparing to agendize this item for the Committee, Staff became concerned about how undertaking an organizational governance structure study at this time may negatively impact the public finance offering and the Transportation Infrastructure Finance and Innovation Act (“TIFIA”) loan application currently in process for the Replacement Passenger Terminal (“RPT”) Project. Staff therefore requested guidance from Public Resources Advisory Group (“PRAG”), the Authority’s financial advisor, and from Ricondo & Associates (“Ricondo”), the Authority’s feasibility study consultant. PRAG and Ricondo provided the following input:

- Undertaking an organizational governance structure study would have to be disclosed to rating agencies and in the official statement for a public finance offering.
- Rating agencies most likely will consider an organizational governance structure study to be a negative factor in their determination of the Authority’s credit rating. With the Authority’s prior public financings, management (especially its demonstrated ability to maintain a low cost of operations) has consistently been mentioned by rating agencies as a credit strength of Hollywood Burbank Airport.

- Rating analysts and investors are likely to question Ricondo about how the operating cost assumptions in its report would change if the management arrangement were altered and Ricondo would have to address this in its report.
- Given the price tag of the RPT Project, and the likely 10 to 12 times increase in cost per enplanement, an organizational governance structure study may cause the Airlines serving Hollywood Burbank Airport to reexamine their level of support. The RPT Project is an extraordinary undertaking for an airport the size of Hollywood Burbank Airport, further complicated by the fact that the RPT cannot have additional gates beyond 14, which would normally bring opportunities to lower costs to the Airlines.
- The Airlines have voiced their trust with management numerous times over the past 15 years. Just the inkling of change can have an impact on the Airlines and the Authority cannot afford to lose or have weakened support from them for the RPT Project.

STAFF RECOMMENDATION

Based on the input from PRAG and Ricondo, Staff recommends that the Committee table the undertaking of an organizational governance structure study at this time.

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
LEGAL, GOVERNMENT AND ENVIRONMENTAL AFFAIRS COMMITTEE
APRIL 17, 2023**

**PRELIMINARY DISCUSSION OF REQUEST FOR
CITIZEN'S ADVISORY COMMITTEE AGENDA ITEM**

Presented by Terence Boga
General Counsel

SUMMARY

Staff seeks direction from the Legal, Government and Environmental Affairs Committee ("Committee") on Commissioner Najarian's request for an agenda item to modify the Citizen's Advisory Committee ("CAC") parameters set by Resolution No. 488, copy attached.

BACKGROUND

At the April 3, 2023 Committee meeting, Commissioner Najarian requested that modification of the CAC parameters be agendized. In accordance with the agenda item protocol established last January by Resolution No. 496, this request has been agendized for a preliminary discussion by the Committee. The Committee may instruct Staff to agendize this item for a future Committee meeting, defer the request for a determination at a later date, or table the request.

The Commission set the parameters for the CAC on December 14, 2020 with the adoption of Resolution No. 488. Pursuant to Section 3 of the resolution, the function of the CAC is to be a purely advisory body that focuses exclusively on: (i) gathering public input on airplane noise issues associated with the airport; and (ii) assisting in the update of the Authority's Noise Exposure Map and Noise Compatibility Program pursuant to Federal Aviation Administration ("FAA") regulations. As to membership, Section 4(A) of the resolution provides that the CAC will be a 12-member body comprised of three members from each of the Cities of Burbank, Glendale, Pasadena, and Los Angeles. The resolution sets other parameters including that the CAC will become active upon the Commission's appointment of members, and that the CAC will dissolve once the Authority submits an updated Noise Exposure Map and Noise Compatibility Program to the FAA.

STAFF RECOMMENDATION

Staff recommends that the Committee provide direction on Commissioner Najarian's request for an agenda item to modify the CAC parameters set by Resolution No. 488.

RESOLUTION NO. 488

A RESOLUTION OF THE BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY COMMISSION ESTABLISHING A CITIZEN'S ADVISORY COMMITTEE TO PROVIDE RECOMMENDATIONS ON UPDATES TO THE NOISE EXPOSURE MAP AND NOISE COMPATIBILITY PROGRAM

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

Section 1. Findings.

A. Residents in the southern San Fernando Valley have expressed increased concerns about noise from airplanes that use Bob Hope Airport (commonly known as Hollywood Burbank Airport) ("BUR") and Van Nuys Airport ("VNY").

B. The Authority is committed to working with the community and other stakeholders to help identify potential actions to reduce airplane noise without shifting noise to other noise-sensitive communities.

C. In August 2019, the Authority and Los Angeles World Airports jointly formed the Southern San Fernando Valley Airplane Noise Task Force ("Task Force") to help address community concerns regarding noise associated with BUR and VNY.

D. Among other recommendations, the Task Force encouraged the Authority to create a Citizen's Advisory Committee ("CAC") to address community concerns throughout the San Fernando Valley.

E. The Commission concurs with the Task Force's recommendation and believes that a CAC will provide a significant contribution to the Authority's update of its Noise Exposure Map and Noise Compatibility Program pursuant to Title 14, Part 150 of the Code of Federal Regulations ("Part 150").

Section 2. Establishment. The Authority shall have a CAC to be known as the "Hollywood Burbank Airport Citizen's Advisory Committee."

Section 3. Functions. The CAC shall be a purely advisory body and shall focus exclusively on the following matters: (i) gathering public input on airplane noise issues associated with BUR; and (ii) assisting in the update of the Authority's Noise Exposure Map and Noise Compatibility Program pursuant to Part 150. Other matters, including airport marketing, airline retention, and the replacement terminal project, are not within the CAC's jurisdiction. The CAC shall not have access to attorney-client privilege Authority documents without prior authorization from the Commission.

Section 4. Membership.

A. The CAC shall be a 12-member body comprised of three members from each of the Cities of Burbank, Glendale, Pasadena, and Los Angeles. CAC members shall be residents of the city that they are representing; provided, however, that the Los Angeles representatives shall be residents of Los Angeles City Council Districts 2, 4, and 6 (one each).

B. CAC members shall be appointed by the Commission by majority vote. The Authority shall ask the Burbank City Council, the Glendale City Council, and the Pasadena City Council to each recommend three constituents who are interested in serving on the CAC; and shall ask the Los Angeles City Council Members from Districts 2, 4, and 6 to each recommend one constituent who is interested in serving on the CAC. The Commission shall reasonably defer to the recommendations received, but the Commission may reject any recommendation and appoint an alternative person at its discretion. In the event the Commission rejects one or more recommendations, the Authority shall solicit applications from residents of the area(s) to be represented. Any person who is an elected official, a staff member of an elected official, or a candidate for elective office shall not be considered for appointment to the CAC.

C. The Commission shall proceed with the appointment of CAC members upon determining that the Authority has made a sufficient operational and economic recovery from the COVID-19 pandemic.

D. CAC members shall serve without compensation at the pleasure of the Commission and may be removed by majority vote of the Commission.

Section 5. Officers. The CAC shall elect a Chairperson from its membership.

Section 6. Meetings. Regular meetings of the CAC shall be held on a quarterly basis. CAC meetings shall be held in accordance with the Brown Act (Government Code Sections 54950 et seq.).

Section 7. Duration. The CAC shall become active upon appoint of its membership by the Commission. The CAC shall dissolve upon the Authority's submission of an updated Noise Exposure Map and Noise Compatibility Program to the FAA.


Section 8. Effective Date. This Resolution shall be effective upon adoption.

Adopted this 14th day of December 2020.



Ross Selvidge, Ph.D., President
Burbank-Glendale-Pasadena Airport Authority


Attest:


Frank R. Miller, Assistant Secretary

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

I, Frank R. Miller, do hereby certify that the foregoing resolution was duly and regularly adopted by the Commissioners of the Burbank-Glendale-Pasadena Airport Authority at its regular meeting held on the 14th day of December 2020 by the following vote:

| | |
|---------|---|
| AYES: | Commissioners Brown, Agajanian, Adams, Devine, Kennedy, Najarian, Selvidge, and Wiggins |
| NOES: | None |
| ABSENT: | Commissioner Madison |



Frank R. Miller
Assistant Secretary

**BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
LEGAL, GOVERNMENT AND ENVIRONMENTAL AFFAIRS COMMITTEE
APRIL 17, 2023**

COMMITTEE PENDING ITEMS

Future

1. Recommendation for Approval – ACA Carbon Emissions Reduction Target
2. Award of Amendment to PSA – Reliance Engineering; Technical Support – CHSRA Litigation
3. Award of Contract – Part 150 Consultant
4. AQIP MOU Report
5. Airport Rules and Regulations Revisions
6. Landscape Contractor Equipment Update