



July 11, 2024

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 15, 2024, at 9:00 a.m., in the Airport Skyroom of Hollywood Burbank Airport, 2627 N. Hollywood Way, Burbank, California 91505.

The following is an additional teleconference location for this meeting:

17852 Lee Avenue
Redington Shores, FL

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

Regular Meeting of July 15, 2024

9.00 A.M.

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



Members in-person attendance or participation at meeting 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.

AGENDA

Monday, July 15, 2024

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) May 1, 2024 **[See page 1]**
 - (ii) June 5, 2024 **[See page 4]**
 - 2) Operations and Development Committee
 - (i) May 6, 2024 **[See page 6]**
 - 3) Finance and Administration Committee
 - (i) June 3, 2024 **[See page 8]**
 - 4) Legal, Government and Environmental Affairs Committee
 - (i) June 3, 2024 **[See page 10]**
 - b. Commission Minutes
(For Approval)
 - 1) June 17, 2024 **[See page 12]**
 - c. Treasurer's Report
 - 1) March 2024 **[See page 18]**
 - d. Proposed Fourth Amendment **[See page 48]**
Aviation Hangar Lease – Warner Media, LLC

- e. Approval of Change Order Request
Professional Services Agreement – Runway Shoulders and
Blast Pad Rehabilitation Design (E22-11) ***[See page 54]***
- 6. ITEMS FOR COMMISSION APPROVAL
 - a. Election of Officers ***[See page 56]***
 - b. Additional Public Art Opportunity ***[See page 57]***
Approval of Infrastructure Development
(Replacement Passenger Terminal)
 - c. Award of Professional Services Agreement ***[See page 64]***
Airport Marketing Consultant Services
- 7. ITEMS PULLED FROM CONSENT CALENDAR
- 8. EXECUTIVE DIRECTOR COMMENTS
- 9. COMMISSIONER COMMENTS
(Commissioners may make a brief announcement, make a brief report on
their activities, and request an agenda item for future meeting.)
- 10. PUBLIC COMMENT
- 11. ADJOURNMENT

COMMISSION NEWSLETTER

Monday, July 15, 2024

[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 meetings of May 1, 2024, and June 5, 2024; Operations and Development Committee meeting of May 6, 2024; approved minutes of the Finance and Administration Committee meeting of June 3, 2024; and approved minutes of the Legal, Government and Environmental Affairs Committee meeting of June 3, 2024, are included in the agenda packet for information purposes.
- b. COMMISSION MINUTES. A draft copy of the minutes of the Commission regular meeting of June 17, 2024, are included in the agenda packet for Commission review and approval.
- c. TREASURER'S REPORT. The Treasurer's Report for March 2024 is included in the agenda packet. At its meeting on June 17, 2024, the Finance and Administration Committee voted unanimously (3-0) to recommend that the Commission note and file this report.
- d. PROPOSED FOURTH AMENDMENT – AVIATION HANGAR LEASE – WARNER MEDIA, LLC. A staff report is included in the agenda packet. At its meeting on June 17, 2024, the Finance and Administration Committee voted (3-0) to recommend that the Commission approve the proposed Fourth Amendment to the Lease with Warner Media. GTC Management Services, Inc., the aviation operating entity of Time Warner, was awarded an Aviation Hangar Lease in 2003 for three adjoining facilities in the northwest area of the Airport. As a result of the acquisition of Time Warner by AT&T Inc. ("AT&T"), completed on June 14, 2018, Time Warner became a wholly owned subsidiary of AT&T. Thereafter AT&T and Time Warner implemented a series of changes with the entities that oversee their aviation operation. During this period, the leased premises was reduced, the lease term was extended, and the Lease was transferred among affiliated entities through assumptions and assignments. Warner Media, LLC., a wholly owned conglomerate of AT&T, is now the responsible entity managing the aviation operations and tenancy in the remaining leasehold (Hangar 37) and wishes to memorialize all changes to the Lease under one amendment.
- e. APPROVAL OF CHANGE ORDER REQUEST – PROFESSIONAL SERVICES AGREEMENT – RUNWAY SHOULDERS AND BLAST PAD REHABILITATION DESIGN (E22-11). A staff report is included in the agenda packet. At its meeting on June 17, 2024, the Operations and Development Committee voted (2-0) to recommend that the Commission approve a Change Order to the RDM International Inc. contract in the amount of \$21,678, an increase of \$10,000 for design management service not to exceed a total of \$30,000, an increase in the

design contingency to a total not to exceed amount of \$40,000 and authorization for Staff to implement the proposed changes.

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. **ADDITIONAL PUBLIC ART OPPORTUNITY – APPROVAL OF INFRASTRUCTURE DEVELOPMENT (REPLACEMENT PASSENGER TERMINAL).** A staff report is included in the agenda packet. During the selection process for the Replacement Passenger Terminal (“RPT”) Art in Public Places sculptures, the Commission directed staff and the Program Manager to determine if an additional public artwork opportunity within the RPT could be made available to local area artists that may not possess past public artwork experience.

Working with the design-build team, staff and the Program Manager identified three locations within the RPT, more specifically the connectors in the gate concourse, which can be structurally modified to provide an additional public artwork opportunity. This design modification and infrastructure implementation work will need to be added to the design-builder’s scope. A proposed Change Directive to issue a Change Order for this task is included in the agenda packet.

At its special meeting on July 10, 2024, the Executive Committee voted unanimously (3–0) to recommend that the Commission approve a Change Order to Holder, Pankow, TEC – a Joint Venture in the amount \$200,600 to perform the RPT design modification and infrastructure implementation necessary to create this additional public artwork opportunity.

c. **AWARD OF PROFESSIONAL SERVICES AGREEMENT - AIRPORT MARKETING CONSULTANT SERVICES.** A staff report is included in the agenda packet. Subject to the recommendation of the Legal, Government and Environmental Affairs Committee at its meeting immediately preceding the Commission meeting, Staff recommends that the Commission award a Professional Services Agreement to Anyone Collective for a not-to-exceed amount of \$895,000. Anyone Collective will provide airport marketing consulting services and media purchases in support of the Authority’s FY 2025 Branding, Marketing and Advertising program. Details on the proposed expenditures and scope of work are included in the agenda packet. Subject to the recommendation of the Committee, this item has also been placed on the Commission agenda for its consideration immediately following the Committee’s meeting.

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

WEDNESDAY, MAY 1, 2024

A regular meeting of the Executive Committee was called to order on this date in the Airport Skyroom, 2627 N. Hollywood Way, Burbank, California, at 9:02 a.m., by Commissioner Williams.

1. ROLL CALL

Present:	Commissioners Williams, Najarian and Talamantes
Absent	None
Also Present:	Staff: Frank Miller, Executive Director; John Hatanaka, Senior Deputy Executive Director Patrick Lammerding, Deputy Executive Director, Planning and Development Roger Johnson, Executive Program Manager, Jacobs Project Management Co; Brent Kelley, Managing Principal, Corgan (via teleconference); Kevin Fauvell, HPTJV (via teleconference) Authority Counsel: Terence Boga, Esq., Richards, Watson & Gershon

2. Approval of Agenda

Motion	Commissioner Najarian moved approval of the agenda, seconded by Commissioner Talamantes.
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Motion Approved	The motion was approved (3–0).
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3. Public Comment

There were no public comments.

4. Approval of Minutes

a. April 3, 2024

Commissioner Najarian moved approval of the Committee minutes of the April 3, 2024 meeting, seconded by Commissioner Talamantes. There being no objection, the motion was approved (3–0).

5. Items for Approval

a. Approval of Task Order 6 and Guaranteed Maximum Price Appropriation of Owner's Contingency Funds and Allowances Replacement Passenger Terminal Project

With the restart of the Replacement Passenger Terminal ("RPT") Project in September 2021, Staff assembled a team of project management, financial and legal professionals, as well as procured a design-builder to deliver to the Commission a Guaranteed Maximum Price ("GMP") for the project. This agenda item represents the culmination of these efforts and the achievement of this major milestone.

Staff sought a recommendation from the Executive Committee to the Commission for approval of the following:

1. Establishment of the GMP of the RPT Project at \$1,110,074,145.
2. Task Order 6, copy attached, to Holder, Pankow, TEC - a Joint Venture ("HPTJV") in the amount of \$828,508,927 to fund the remaining unauthorized scope of work for the RPT Project.
 - Combined with the \$281,565,218 of previously approved Task Orders (1-5), the total design-build cost \$1,110,074,145.
3. Appropriation and expenditure authorization of the balance of the Owner's Contingency funds in the amount of \$28,235,082.
4. Appropriation and expenditure authorization for the Owner's Allowance in the amount of \$96,625,855.
 - Within this amount, \$3,133,000 will be designated for future permit applications and \$3,292,855 will be designated for the development of terminal resiliency to ensure terminal operations in the event of a major event.

The \$1,110,074,145 GMP, along with the forecasted cost for the demolition of the existing terminal and garage (\$24,400,000) and other Owner's costs (\$164,225,855), comprise a total project cost of \$1,298,700,000. The Plan of Finance (supported by the existing signatory airlines serving the Airport) detailing sources and uses of funds was included in the staff report.

The RPT Project comfortably falls within the LEED Silver certification category but depending on scoring by the US Green Building Council ("USGBC"), may qualify for a Gold certification. A LEED certification checklist was included in the staff report

Motion

Commissioner Talamantes motioned for approval, seconded by Commissioner Najarian.

Motion Approved

The motion was approved (3–0).

6. Items for Discussion

a. Commissioner Code of Conduct

Staff sought direction from the Executive Committee on a further revised draft Code of Conduct to formally establish policies on appropriate conduct by Commissioners with the media and at Authority meetings.

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, the meeting adjourned at 10:09 a.m.

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

WEDNESDAY, JUNE 5, 2024

A regular meeting of the Executive Committee was called to order on this date in the Airport Skyroom, 2627 N. Hollywood Way, Burbank, California, at 9:05 a.m., by Commissioner Najarian.

1. ROLL CALL

Present: Commissioners Najarian and Talamantes

Commissioner Williams

Absent

Also Present:

Staff: Frank Miller, Executive Director;
John Hatanaka, Senior Deputy Executive Director
Patrick Lammerding, Deputy Executive Director,
Planning and Development

Perry Martin, PMP, Sr. Program Manager,
Jacobs Project Management Co.

Authority Counsel: Terence Boga, Esq.,
Richards, Watson & Gershon

2. Approval of Agenda

Motion

Commissioner Talamantes moved approval of the agenda, seconded by Commissioner Najarian.

Motion Approved

The motion was approved (2–0, 1 absent).

3. Public Comment

There were no public comments.

4. Items for Approval

a. Replacement Passenger Terminal Program Manager - Jacobs Project Management Company Task Order Authorization

Staff sought a recommendation from the Executive Committee to the Commission for authorization of Task Order #4 in the amount of \$11,726,841 with Jacobs Project Management Co. for Replacement Passenger Terminal Project program management services.

Motion

Commissioner Talamantes moved approval of the agenda, seconded by Commissioner Najarian.

Motion Approved

The motion was approved (2–0, 1 absent).

5. Items for Information

a. Committee Pending Items

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

6. Adjournment

There being no further business, the meeting adjourned at 9:22 a.m.

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

MONDAY, MAY 6, 2024

A regular meeting of the Operations and Development Committee was called to order this date in the Airport Skyroom, 2627 N. Hollywood Way, Burbank, California, at 8:35 a.m., by Commissioner Hampton.

1. ROLL CALL

Present: Commissioners Hampton and Talamantes

Absent: None

Also Present: Staff: Frank Miller, Executive Director; John Hatanaka, Senior Deputy Executive Director; Scott Kimball, Deputy Executive Director, Operations, Business and SMS; Stephanie Gunawan-Piraner, Director, Engineering and Maintenance

2. Approval of Agenda

Motion Commissioner Talamantes moved approval of the agenda; seconded by Commissioner Hampton.

Motion Approved The agenda was approved (2-0).

3. Public Comment

There were no public comments.

4. Approval of Minutes

a. April 15, 2024 A draft copy of the April 15, 2024, Committee meeting minutes was included in the agenda packet for review and approval.

Motion Commissioner Talamantes moved approval of the minutes; seconded by Commissioner Hampton.

Motion Approved There being no objection, the motion was approved (2-0).

5. Items for Approval

**a. Award of Purchase Order
Procurement of Triple Flail Tractor
Mower**

Staff sought an Operations and Development Committee recommendation to the Commission to award a Purchase Order in the amount of \$153,759.17 to Eberhard Equipment for the purchase of a Jacobsen HM600 Triple Flail Mower to replace the Authority's existing 1996 John Deere Tractor Mower.

Motion

Commissioner Hampton voted against and moved to refer the motion to the Commission without recommendation; Commissioner Talamantes voted to approve.

Motion to Refer

There being a split vote and no objection to refer the motion to the Commission, the motion was approved (2-0).

b. Adjustments to Parking Rates

Staff sought an Operations and Development Committee recommendation to the Commission to authorize adjustments to the parking rates for Lot C, Lot E, Lot F, Lot G, Valet Lot, and the Short-Term Parking Structure, if approved, would become effective on July 1, 2024.

Motion

Commissioner Talamantes moved approval; seconded by Commissioner Hampton.

Motion Approved

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

6. Items for Information

a. Committee Pending Items

This item was not discussed.

7. Adjournment

There being no further business to discuss, the meeting was adjourned at 9:03 a.m.

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

MONDAY, JUNE 3, 2024

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 11:21 a.m., by Commissioner Wilson.

1. ROLL CALL

Present: Commissioners Wilson, Quintero and Ovrom

Absent: None

Also Present: Staff: John Hatanaka, Senior Deputy Executive Director; Kathy David, Deputy Executive Director, Finance and Administration; David Kwon, Director, Financial Services

Also Present:
Nate Thompson, Sr. Institutional Relationship Manager;
Columbia Management Investment Advisors;
Ron Stahl, Sr. Portfolio Manager; Columbia Management Investment Advisors;
Louis Choi, Public Resources Advisory Group

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

The agenda was approved as presented.

Motion

Commissioner Quintero moved approval; seconded by Commissioner Ovrom.

Motion Approved

The motion was approved (3–0).

4. Public Comment

There were no public comments.

5. Approval of Minutes

a. May 20, 2024

A draft copy of the minutes of the meeting of May 20, 2024, were included in the agenda packet for review and approval.

b. May 28, 2024

A draft copy of the minutes of the special meeting of May 28, 2024, were included in the agenda packet for review and approval.

Motion

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

Motion Approved

The minutes were unanimously approved (3–0).

6. Items for Discussion

a. CMIA Quarterly Investment Update

Staff introduced Nate Thompson of Columbia Threadneedle Investments, the Authority's investment advisor, who participated via teleconference. Mr. Thompson and his colleague, Ron Stahl, also participating via teleconference, presented a quarterly update on the status of the Authority's Operating and Passenger Facility Charge Investment portfolios ended March 31, 2024.

b. Replacement Passenger Terminal – Financial Update

Louis Choi of Public Resources Advisory Group updated the Committee on the progress of the funding for the Replacement Passenger Terminal.

7. Adjournment

There being no further business to discuss, the meeting was adjourned at 11:21 p.m.

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

JUNE 3, 2024

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 8:31 a.m., by Commissioner Gabel-Luddy.

1. ROLL CALL

Present: Commissioners Gabel-Luddy, Najarian and Williams

Absent: None

Also Present: Staff: Frank Miller, Executive Director; Maggie Martinez, Director, Noise and Environmental Affairs

Perry Martin, PMP, Sr. Program Manager, Jacobs Project Management Co.

Terence R. Boga, Airport Authority Counsel; Richards, Watson, Gershon

2. Approval of Agenda

Commissioner Williams moved approval of the agenda; seconded by Commissioner Najarian. The agenda was approved (3-0).

3. Public Comment

There were no public comments.

4. Approval of Minutes

a. March 18, 2024

Commissioner Najarian moved approval of the March 18, 2024 special Committee meeting minutes, seconded by Commissioner Williams.

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

5. Items for Discussion

a. Solar Plan for the Airport

At the direction of the Commission, this item was included on the Committee's agenda for discussion and to provide staff with direction regarding retention of an outside consultant to assess opportunities at the Airport for photovoltaic power installations.

6. Items for Information

a. Committee Pending Items

Staff updated the Committee on future pending items.

7. Adjournment

There being no further business, the meeting was adjourned at 8:55 a.m.

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

MONDAY, JUNE 17, 2024

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 9:04 a.m., by President Williams.

1. ROLL CALL

Present: Commissioners Williams, Najarian, Talamantes, Quintero, Hampton, Ovrom, Gabel-Luddy and Wilson

Absent: Commissioner Asatryan

Also Present: Staff: Frank Miller, Executive Director; John Hatanaka, Senior Deputy Executive Director; Patrick Lammerding, Executive Deputy Director, Planning and Development; Nerissa Sugars, Director, Marketing and Communications; Edward B. Skvarna, Chief of Police/ Director of Public Safety

Also Present:
Perry Martin, Senior Program Manager, Jacobs Program Management Co.;
Terence Boga, Esq., Authority Counsel,
Richards Gershon & Watson

2. PLEDGE OF ALLEGIANCE

Commissioner Talamantes led the Pledge of Allegiance.

3. APPROVAL OF AGENDA

The agenda was approved as presented.

MOTION

Commissioner Quintero moved approval of the agenda; seconded by Commissioner Hampton.

MOTION APPROVED

The motion was approved (8–0, 1 absent).

AYES: Williams, Najarian, Talamantes, Quintero, Hampton, Ovrom, Gabel-Luddy and Wilson

NOES: None

ABSENT: Commissioner Asatryan

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.)

Justin, Studio City; Susan, 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) Finance and Administration Committee

(i) May 20, 2024 Approved minutes of the May 20, 2024, Finance and Administration Committee meeting were included in the agenda packet for information purposes.

(i) May 28, 2024 Approved minutes of the May 28, 2024, Finance and Administration Committee special meeting were included in the agenda packet for information purposes.

2) Legal, Government and Environmental Affairs Committee

(i) March 18, 2024 Approved minutes of the March 18, 2024, Legal, Government and Environmental Affairs Committee meeting were included in the agenda packet for information purposes.

b. Commission Minutes (For Approval)

1) June 3, 2024 A copy of the draft minutes of the June 3, 2024, Commission meeting were included in the agenda packet for review and approval.

c. Employment Agreement with Deputy Police Chief

Staff submitted to the Commission for approval an Employment Agreement (“Agreement”) for the newly appointed Deputy Chief of Police of the Burbank-Glendale-Pasadena Airport Authority Police Department. The Agreement is for a two-year term effective June 17, 2024, with an initial annual salary starting at \$235,125.00. Additionally, the Agreement provides benefits including POST Executive Level Certificate pay of \$24,000 per year, paid in the monthly amount of \$2,000.00.

**d. Professional Services Agreement
Conway Consulting, Ltd.**

At its meeting immediately preceding the Commission meeting, the Operations and Development Committee, the Operations and Development Committee voted (2–0) to approve a Professional Services Agreement with Conway Consulting, Ltd., in a not to exceed amount of \$150,000 to provide for continued design and support services for the Replacement Passenger Terminal and related airport projects.

MOTION

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

MOTION APPROVED

The motion was approved (8–0, 1 absent)

AYES: Williams, Najarian, Talamantes, Quintero, Hampton, Ovrom, Gabel-Luddy and Wilson

NOES: None

ABSENT: Commissioner Asatryan

6. ITEMS FOR COMMISSION APPROVAL

**a. Replacement Passenger Terminal
Program Manager – Jacobs
Project Management Company
Task Order Authorization**

At its meeting on June 5, 2024, the Executive Committee voted (2–0, 1 absent) to recommend that the Commission authorize Task Order #4 in the amount of \$11,726,841 with Jacobs Project Management Co. for Replacement Passenger Terminal Project program management services.

MOTION

Commissioner Wilson moved approval; seconded by Commissioner Najarian

MOTION APPROVED

The motion was approved (8–0, 1 absent)

AYES: Williams, Najarian, Talamantes, Quintero, Hampton, Ovrom, Gabel-Luddy and Wilson

NOES: None

ABSENT: Commissioner Asatryan

b. Code of Conduct

At its meeting on May 1, 2024, the Executive Committee voted unanimously (3–0) to approve a further revised draft Code of Conduct to formally establish policies on

appropriate conduct by Commissioners with the media and at Authority meetings.

After discussing the item with Staff, the Commission requested further revisions be made which Staff will incorporate before presenting to the Commission President for her signature.

MOTION

Commissioner Gabel-Luddy moved approved with the caveat that requested revisions be incorporated; seconded by Commissioner Wilson.

MOTION APPROVED

The motion was approved (6-1, 1 abstention, 1 absent).

AYES: Williams, Najarian, Talamantes, Quintero, Gabel-Luddy, Wilson

NOES: Commissioner Hampton

ABSTAINED: Commissioner Ovrom

ABSENT: Commissioner Asatryan

7. ITEMS FOR COMMISSION INFORMATION

a. Introduction of the new Airport Fire Department Chief

Staff announced the promotion of Firefighter Lewis Pianka to the position of Fire Chief of Hollywood Burbank Airport. Chief Pianka will report to the Executive Director and will also report/coordinate with the Director of Public Safety/Chief of Police Edward Skvarna on operational matters of the Airport.

b. Introduction of the Deputy Chief of Police

Staff introduced Mr. Aniello Gallucci as the newly appointed Deputy Chief of Police of the Burbank-Glendale-Pasadena Airport Authority Police Department. Mr. Gallucci will be reporting to Director of Public Safety/Chief of Police Edward Skvarna and will assist Chief Skvarna with the safety and security requirements of the Airport as well as preparations for the Replacement Passenger Terminal. Previously, Mr. Gallucci served as Chief of Police for the City of Carlsbad and served as the responsible person in charge of the City's Emergency Operations Center. He also holds a Peace Officer Standards Training ("P.O.S.T.") Executive Level Certificate.

c. Airport Academy Class of 2024

Staff presented an overview of this year's Airport Academy program which was completed in May 2024 by 24 high school students from the Burbank, Glendale, and Pasadena Unified School Districts.

8. ITEMS PULLED FROM CONSENT CALENDAR

There were no items pulled from the Consent Calendar.

9. EXECUTIVE DIRECTOR COMMENTS

a. Quarterly Noise Complaint Update

Executive Director Frank Miller informed the Commission regarding the statistics behind the number of complaints received at the airport.

b. Part 150 Citizens Advisory Committee

Mr. Miller also updated the Commission on the formation of the Citizen's Advisory Committee.

c. Airport Senior Staff Organizational Chart Update

An updated Organizational Chart of the senior administrative staff at the Airport was presented to the Commission.

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

Commissioner Quintero informed the Commission of his attendance at an event organized by Chief of Police Edward B. Skvarna for the California Office of Emergency Services which was held at the Airport.

Commissioner Gabel-Luddy commented to Staff on working toward achieving LEED Gold in connection with the Replacement Passenger Terminal Project.

Commissioner Talamantes voiced his preference, along with Commissioner Ovrom, for having the Noise Complaint Update as an ongoing agenda item.

Commissioner Hampton commented on the Juneteenth federal holiday.

11. PUBLIC COMMENT

There were no further public comments.

12. ADJOURNMENT

The meeting was adjourned by President Williams at 10:25 a.m.

Felicia Williams, President

Jess Talamantes, Secretary

Date

Date



July 15, 2024

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

Dear Commissioners:

The attached report, covering the month of March 2024, 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]

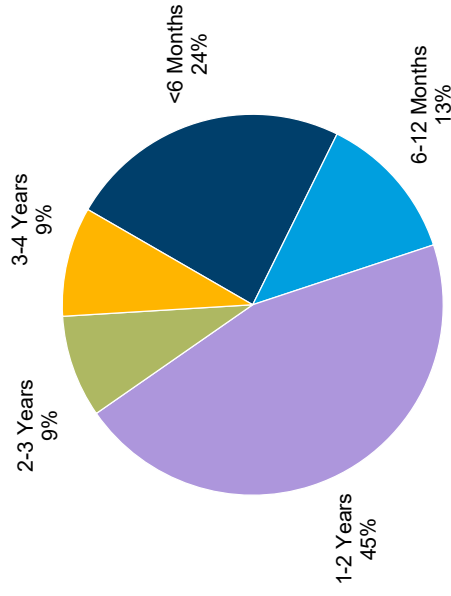
Tyron Hampton
Treasurer

Attachments

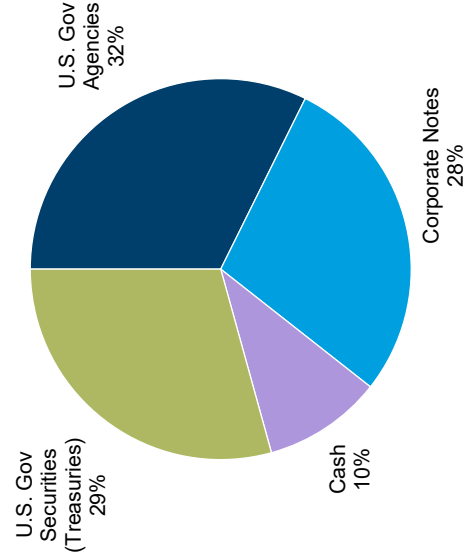
Operating Portfolio investment guidelines conformance As of March 31, 2024

	Legal max maturity	Actual max maturity	Policy maximum	Policy actual
U.S. Gov Agencies	5 Years	2.70 Years	70%	32%
Corporate Notes	5 Years	3.55 Years	30%	28%
LAIF	N/A	N/A	\$20mil	N/A
Bankers Acceptance	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%	10%
U.S. Gov Securities (Treasuries)	5 Years	3.25 Years	No limit	29%

Maturity distribution



Sector allocation

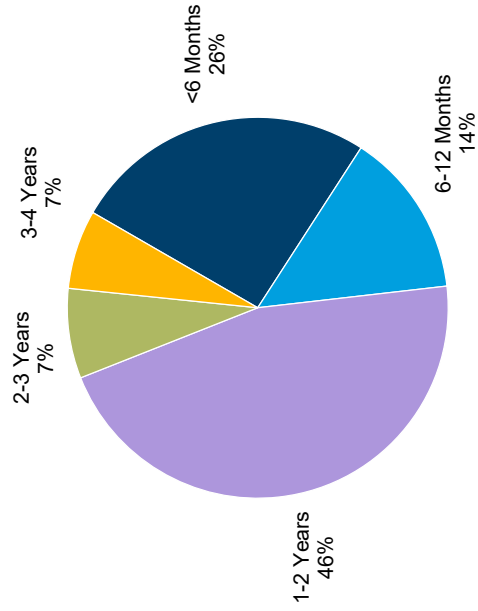


Source: Aladdin
There is no guarantee that the investment objective will be achieved or that return expectations will be met.

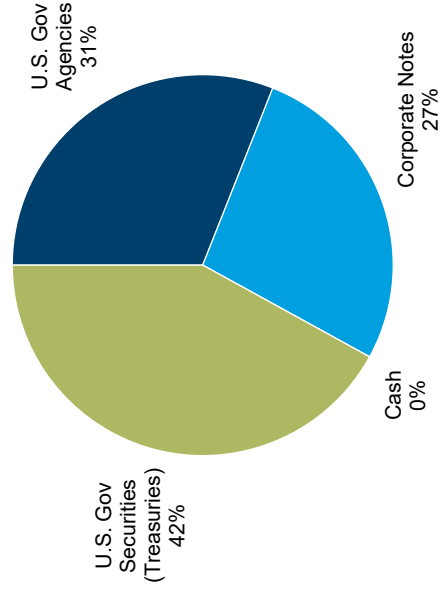
PFC Portfolio investment guidelines conformance As of March 31, 2024

	Legal max maturity	Actual max maturity	Policy maximum	Policy actual
U.S. Gov Agencies	5 Years	2.70 Years	70%	31%
Corporate Notes	5 Years	3.55 Years	30%	27%
LAIF	N/A	N/A	\$20mil	N/A
Bankers Acceptance	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%	0%
U.S. Gov Securities (Treasuries)	5 Years	3.25 Years	No limit	42%

Maturity distribution



Sector allocation



Source: Aladdin
There is no guarantee that the investment objective will be achieved or that return expectations will be met.

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Statement of Investments
As of 03/31/24

Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Eff Mat. Date	Par Value	Purchase Cost	Market Price	Market Value	Unrealized Gain/Loss	YTM	Days to Eff. Mat.	% Mkt Value
03/31/24	Dreyfus Treasury	BAX9MM47	0.000	03/31/24	03/31/24	\$ 24,155,277	\$ 24,155,277	100.00	\$ 24,155,277	\$ -	5.37%	0	10.35%
04/10/21	Mettlife Inc	59156RBH0	3.600	04/10/24	04/10/24	1,750,000	1,897,945	99.96	1,749,214	(148,731)	4.87%	10	0.75%
06/22/20	Comcast Corporation	20030NCR0	3.700	04/15/24	04/15/24	1,800,000	1,972,081	99.93	1,798,751	(173,330)	5.09%	15	0.77%
12/23/22	Morgan Stanley	61747YEX9	6.140	10/16/26	04/18/24	2,300,000	2,354,302	101.16	2,326,567	(27,735)	6.03%	18	1.00%
03/16/21	Bank Of New York Mellon Corp	06406HCV9	3.400	05/15/24	05/15/24	2,000,000	2,144,538	99.73	1,994,656	(149,882)	5.39%	45	0.85%
03/03/22	Truist Financial Corp	89788MAF9	5.320	06/09/25	05/29/24	2,100,000	2,089,173	99.73	2,094,403	5,230	6.06%	59	0.90%
01/18/22	Target Corporation	87612EBD7	3.500	07/01/24	07/01/24	1,750,000	1,831,278	99.50	1,741,256	(90,022)	5.42%	92	0.75%
01/11/23	Bank of America Corp	06051GLA5	4.830	07/22/26	07/22/24	2,300,000	2,271,572	99.13	2,280,008	8,436	6.19%	113	0.98%
11/03/20	Bristol-Myers Squibb Co	110122CM8	2.900	07/26/24	07/26/24	1,900,000	2,025,714	99.16	1,883,979	(141,735)	5.49%	117	0.81%
01/25/23	JP Morgan Chase & CO	46647PBW5	1.040	02/04/27	08/04/24	2,625,000	2,344,402	92.53	2,428,909	84,507	5.57%	126	1.04%
10/31/19	Honeywell International Inc	438516BW5	2.300	08/15/24	08/15/24	1,600,000	1,646,699	98.78	1,580,558	(66,141)	5.55%	137	0.68%
06/30/21	Treasury Note	9128282U3	1.875	08/31/24	08/31/24	13,000,000	13,567,227	98.59	12,816,172	(751,055)	5.28%	153	5.49%
05/20/21	United Parcel Service	911312BT2	2.200	09/01/24	09/01/24	1,571,000	1,637,949	98.54	1,548,098	(89,851)	5.70%	154	0.66%
06/20/23	FFCB	3133EPDE2	5.380	09/09/24	09/09/24	6,500,000	6,511,850	99.96	6,497,616	(14,234)	5.44%	162	2.79%
02/12/20	PNC Funding Corp	69353REF1	3.300	10/30/24	10/30/24	2,000,000	2,150,631	98.68	1,973,632	(176,999)	5.60%	213	0.85%
01/27/22	FHLB	3130A3GE8	2.750	12/13/24	12/13/24	2,200,000	2,281,046	98.32	2,162,970	(118,076)	5.19%	257	0.93%
01/27/22	Treasury Note	91282CDN8	1.000	12/15/24	12/15/24	2,000,000	1,977,266	97.13	1,942,578	(34,688)	5.15%	259	0.83%
06/25/20	Wisconsin Electric Power Company	976656CL0	2.050	12/15/24	12/15/24	1,450,000	1,518,887	97.67	1,416,238	(102,649)	5.41%	259	0.61%
01/06/22	FFCB	3133ENKS8	1.130	01/06/25	01/06/25	1,540,000	1,536,535	97.01	1,493,910	(42,625)	5.12%	281	0.64%
12/10/21	Federal National Mortgage Assoc	3135G0X24	1.630	01/07/25	01/07/25	1,500,000	1,527,600	97.35	1,460,306	(67,294)	5.15%	282	0.63%
05/11/22	Apple Inc	03783DF4	2.750	01/13/25	01/13/25	1,700,000	1,691,920	98.10	1,667,728	(24,192)	5.22%	288	0.71%
03/29/21	US Bank NA/Cincinnati	90331HPL1	2.050	01/21/25	01/21/25	2,000,000	2,069,895	97.34	1,946,836	(123,059)	5.43%	296	0.83%
09/15/22	Merck & Co Inc	58933YAR6	2.750	02/10/25	02/10/25	1,825,000	1,770,464	97.93	1,787,196	16,732	5.22%	316	0.77%
10/01/20	FHLMC Reference Note	3137EAP0	1.500	02/12/25	02/12/25	7,000,000	7,082,816	96.96	6,786,931	(295,885)	5.11%	318	2.91%
03/04/22	FFCB	3133ENPY0	1.750	02/25/25	02/25/25	1,750,000	1,753,833	97.00	1,697,496	(56,337)	5.17%	331	0.73%
12/22/20	Exxon Mobil Corp	30231GAF9	2.709	03/06/25	03/06/25	1,825,000	1,939,204	97.77	1,784,384	(154,820)	5.17%	340	0.76%
08/05/20	FHLB	3130A4CH3	2.380	03/14/25	03/14/25	250,000	273,060	97.50	243,757	(29,303)	5.07%	348	0.10%
08/05/20	Ace InA Holdings Inc	00440EAS6	3.150	03/15/25	03/15/25	1,875,000	2,048,908	97.91	1,835,897	(213,011)	5.40%	349	0.79%
05/12/20	Intel Corp	458140BP4	3.400	03/25/25	03/25/25	1,000,000	1,106,180	98.16	981,592	(124,588)	5.33%	359	0.42%
09/30/21	Treasury Note	912828ZF0	0.050	03/31/25	03/31/25	2,300,000	2,287,242	95.65	2,199,914	(87,328)	4.98%	365	0.94%
05/05/20	Florida Power & Light Company	341081FZ5	2.850	04/01/25	04/01/25	1,000,000	1,086,930	97.61	976,086	(110,844)	5.32%	366	0.42%
02/12/21	General Dynamics Corporation	369550BK3	3.250	04/01/25	04/01/25	250,000	274,895	98.07	245,187	(29,708)	5.23%	366	0.11%
09/28/20	Federal Home Loan Banks	3130AJHU6	0.500	04/14/25	04/14/25	7,000,000	7,032,434	95.40	6,677,834	(354,600)	5.08%	379	2.86%
05/04/22	Home Depot Inc	437076CM2	2.700	04/15/25	04/15/25	1,800,000	1,770,312	97.53	1,755,570	(14,742)	5.15%	380	0.75%
12/01/21	FNMA	3135G03U5	0.630	04/22/25	04/22/25	9,500,000	9,317,379	95.57	9,079,490	(237,889)	4.94%	387	3.89%

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Statement of Investments
As of 03/31/24

Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Eff Mat. Date	Par Value	Purchase Cost	Market Price	Market Value	Unrealized Gain/Loss	YTM	Days to Eff. Mat.	% Mkt Value
06/06/22	Caterpillar Financial Services	14913R2V8	3.400	05/13/25	05/13/25	1,800,000	1,801,335	98.08	1,765,503	(35,832)	5.17%	408	0.76%
05/11/21	General Dynamics Corporation	369550BG2	3.500	05/15/25	05/15/25	1,400,000	1,514,257	98.24	1,375,291	(138,966)	5.12%	410	0.59%
02/10/22	Qualcomm Incorporated	747525AF0	3.450	05/20/25	05/20/25	1,700,000	1,751,887	98.16	1,668,783	(83,104)	5.12%	415	0.72%
12/15/21	Pfizer Inc	717081EX7	0.800	05/28/25	05/28/25	2,000,000	1,956,882	95.31	1,906,133	(50,749)	5.00%	423	0.82%
06/15/22	Cisco Systems Inc	17275RAW2	3.500	06/15/25	06/15/25	1,400,000	1,388,338	98.39	1,377,437	(10,901)	4.88%	441	0.59%
08/05/20	Treasury Note	912828ZW3	0.250	06/30/25	06/30/25	10,000,000	9,874,566	94.41	9,441,406	(433,160)	4.89%	456	4.05%
09/30/22	Treasury Note	91282CEY3	3.000	07/15/25	07/15/25	5,000,000	4,843,262	97.66	4,883,203	39,941	4.87%	471	2.09%
11/19/20	Intel Corp	458140AS9	3.700	07/29/25	07/29/25	625,000	690,233	98.04	612,768	(77,465)	5.23%	485	0.26%
09/24/20	State Street Corporation	857477AT0	3.550	08/18/25	08/18/25	2,000,000	2,225,136	98.00	1,960,026	(265,110)	5.06%	505	0.84%
09/25/20	FNMA Benchmark Note	3135G05X7	0.375	08/25/25	08/25/25	3,500,000	3,493,350	93.99	3,289,559	(203,791)	4.84%	512	1.41%
06/14/22	Burlington Northern Santa Fe LLC	12189LAY7	3.650	09/01/25	09/01/25	1,375,000	1,360,702	97.99	1,347,360	(13,342)	5.13%	519	0.58%
09/08/22	John Deere Capital Corp	24422EWJ4	4.050	09/08/25	09/08/25	1,900,000	1,899,060	98.64	1,874,155	(24,905)	5.04%	526	0.80%
09/29/22	FFCB	3133ENP95	4.250	09/30/25	09/30/25	7,000,000	6,978,380	99.08	6,935,836	(42,544)	4.89%	548	2.97%
11/17/20	FNMA Benchmark Note	3135G06G3	0.500	11/07/25	11/07/25	12,000,000	11,848,980	93.47	11,216,576	(632,404)	4.76%	586	4.81%
06/30/21	Lockheed Martin Corporation	539830BH1	3.550	01/15/26	01/15/26	1,784,000	1,840,277	97.63	1,741,718	(98,559)	4.94%	655	0.75%
01/19/23	FHLB	3130AKQX7	0.700	01/28/26	01/28/26	1,750,000	1,582,610	92.74	1,622,941	40,331	4.89%	668	0.70%
12/23/22	Treasury Note	91282CBQ3	0.500	02/28/26	02/28/26	10,000,000	9,073,164	92.45	9,244,922	171,758	4.65%	699	3.96%
01/19/23	FHLB	3130ALHH0	0.960	03/05/26	03/05/26	3,900,000	3,541,043	93.00	3,627,160	86,117	4.79%	704	1.55%
08/30/21	Prudential Financial Inc	74432QCH6	1.500	03/10/26	03/10/26	1,975,000	1,990,956	93.62	1,849,044	(141,912)	4.97%	709	0.79%
02/17/23	FHLB	3130AUU36	4.130	03/13/26	03/13/26	7,250,000	7,189,318	98.91	7,170,905	(18,413)	4.71%	712	3.07%
05/17/23	Loews Corporation	540424AS7	3.750	04/01/26	04/01/26	1,500,000	1,470,312	97.49	1,462,403	(7,909)	5.08%	731	0.63%
11/29/21	Sierra Pacific Power	826418BM6	2.600	05/01/26	05/01/26	1,625,000	1,672,301	95.02	1,544,042	(128,259)	5.14%	761	0.66%
09/13/21	FHLB	3130A8XY4	1.880	09/11/26	09/11/26	1,000,000	1,051,761	93.82	938,204	(113,557)	4.57%	894	0.40%
05/16/23	Public Service Electric And Gas	74456QBR6	2.250	09/15/26	09/15/26	1,225,000	1,140,325	93.85	1,149,610	9,285	4.93%	898	0.49%
03/01/23	Pepsico Inc	713448DN5	2.380	10/06/26	10/06/26	1,100,000	1,012,440	94.45	1,038,967	26,527	4.73%	919	0.45%
02/09/23	Treasury Note	912828U24	2.000	11/15/26	11/15/26	10,000,000	9,353,945	93.91	9,390,625	36,680	4.48%	959	4.03%
06/28/23	Duke Energy Carolinas	26442CAS3	2.950	12/01/26	12/01/26	1,000,000	944,820	95.29	952,924	8,104	4.85%	975	0.41%
01/13/22	FHLB	3130A9YY1	2.130	12/11/26	12/11/26	3,800,000	3,910,845	93.95	3,570,046	(340,799)	4.53%	985	1.53%
01/31/23	Treasury Note	912828ZE3	0.630	03/31/27	03/31/27	10,000,000	8,842,265	89.51	8,950,781	108,516	4.39%	1095	3.84%
05/11/23	Chevron Corp	166764BX7	2.300	05/11/27	05/11/27	2,000,000	1,844,151	92.51	1,850,224	6,073	4.60%	1136	0.79%
03/15/23	Treasury Note	912828ZV5	0.500	06/30/27	06/30/27	10,000,000	8,761,015	88.38	8,838,280	77,265	4.37%	1186	3.79%
02/15/23	Unitedhealth Group Inc	91324PDE9	2.950	10/15/27	10/15/27	2,000,000	1,863,019	94.11	1,882,114	19,095	4.78%	1293	0.81%
	Subtotal					\$ 240,725,277	\$ 237,658,379		\$ 231,489,942	\$ (6,168,437)	5.02%	464	99.23%
	Local Agency Investment Fund (LAIF)					1,814,015	1,814,015	99.42	1,803,478	(10,537)	4.23%	226	0.77%

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Statement of Investments
As of 03/31/24

Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Eff Mat. Date	Par Value	Purchase Cost	Market Price	Market Value	Unrealized Gain/Loss	YTM	Days to Eff. Mat.	% Mkt Value
	Subtotal					\$ 242,539,292	\$ 239,472,394		\$ 233,293,420	\$ (6,178,974)	5.02%	462	100.00%
	Operating Bank Balance												
	TOTAL						<u>20,229,287</u>						
							\$ 259,701,681						

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Statement of Purchases - Maturities - Sales
As of 03/31/24

PURCHASES												
Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Par Value	Purchase Price	Purchase Cost	Prepaid Interest				
					\$	\$	\$	\$				
TOTAL PURCHASES					\$	-	\$	-				
MATURITIES												
Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Par Value	Purchase Price	Purchase Cost	Gain / (Loss)				
02/15/24	Treasury Bill	912797JH1	0.000	03/12/24	\$ 5,175,000.00	99.63438	\$ 5,156,078.91	\$ 18,921.09				
TOTAL MATURITIES					\$	5,175,000.00	\$	5,156,078.91	\$	18,921.09		
SALES / REDEMPTIONS / DELIVERS												
Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Sale Date	Par Value	Sale Price	Sale Amount	Purchase Cost	Gain / (Loss)		
								\$		\$		
TOTAL SALES / REDEMPTIONS / DELIVERS						\$	-	\$	-	\$		

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Earnings Report
03/01/24-03/31/24

Type of Investment	Type	Coupon	Maturity Date	Previous Accrual	Realized Interest For Period	Interest Paid At Purc/Recv	Current Accrual	Interest Earned	Amrt/Accrt For Period	Adjusted Total Int. Earned
FIXED INCOME										
Treasury Bill	NOTE	0.000	03/12/24	-	-	-	-	-	-	-
Metlife Inc	NOTE	3.600	04/10/24	24,675.00	-	-	29,925.00	5,250.00	(4,306.21)	943.79
Comcast Corporation	NOTE	3.700	04/15/24	25,160.00	-	-	30,710.00	5,550.00	(3,917.51)	1,632.49
Bank Of New York Mellon Corp	NOTE	3.400	05/15/24	20,022.22	-	-	25,688.89	5,666.67	(4,010.27)	1,656.40
Target Corporation	NOTE	3.500	07/01/24	10,208.33	-	-	15,312.50	5,104.17	(2,754.44)	2,349.73
Bristol-Myers Squibb Co	NOTE	2.900	07/26/24	5,356.94	-	-	9,948.61	4,591.67	(2,860.90)	1,730.77
Honeywell International Inc	NOTE	2.300	08/15/24	1,635.56	-	-	4,702.22	3,066.66	(920.81)	2,145.85
Treasury Note	NOTE	1.875	08/31/24	662.36	-	-	21,195.65	20,533.29	(15,197.95)	5,335.34
United Parcel Service	NOTE	2.200	09/01/24	-	-	-	2,880.17	2,880.17	(1,779.13)	1,101.04
FFCB	NOTE	5.380	09/09/24	166,923.61	174,687.50	-	21,350.69	29,114.58	(811.65)	28,302.93
PNC Funding Corp	NOTE	3.300	10/30/24	22,183.33	-	-	27,683.33	5,500.00	(3,534.55)	1,965.45
FHLB	NOTE	2.750	12/13/24	13,108.33	-	-	18,150.00	5,041.67	(2,349.15)	2,692.52
Treasury Note	NOTE	1.000	12/15/24	4,207.65	-	-	5,901.64	1,693.99	669.93	2,363.92
Wisconsin Electric Power Company	NOTE	2.050	12/15/24	6,275.28	-	-	8,752.36	2,477.08	(1,336.93)	1,140.15
FFCB	NOTE	1.130	01/06/25	2,646.88	-	-	4,090.63	1,443.75	96.70	1,540.45
Federal National Mortgage Assoc	NOTE	1.630	01/07/25	3,656.25	-	-	5,687.50	2,031.25	(750.00)	1,281.25
Apple Inc	NOTE	2.750	01/13/25	6,233.33	-	-	10,129.17	3,895.84	252.50	4,148.34
US Bank NA/Cincinnati	NOTE	2.050	01/21/25	4,555.56	-	-	7,972.22	3,416.66	(1,582.58)	1,834.08
Merck & Co Inc	NOTE	2.750	02/10/25	2,927.60	-	-	7,109.90	4,182.30	1,900.21	6,082.51
FHLMC Reference Note	NOTE	1.500	02/12/25	5,541.67	-	-	14,291.67	8,750.00	(2,042.08)	6,707.92
FFCB	NOTE	1.750	02/25/25	510.42	-	-	3,062.50	2,552.08	(107.65)	2,444.43
Exxon Mobil Corp	NOTE	2.709	03/06/25	24,032.97	24,719.63	-	3,433.28	4,119.94	(2,315.40)	1,804.54
FHLB	NOTE	2.380	03/14/25	2,754.34	2,968.75	-	280.38	494.79	(417.25)	77.54
Ace InA Holdings Inc	NOTE	3.150	03/15/25	27,234.38	29,531.25	-	2,625.00	4,921.87	(3,304.31)	1,617.56
Intel Corp	NOTE	3.400	03/25/25	14,733.33	17,000.00	-	566.67	2,833.34	(1,810.58)	1,022.76
Treasury Note	NOTE	0.050	03/31/25	4,807.38	5,750.00	-	31.42	974.04	309.70	1,283.74
Florida Power & Light Company	NOTE	2.850	04/01/25	11,875.00	14,250.00	-	-	2,375.00	(1,471.36)	903.64
General Dynamics Corporation	NOTE	3.250	04/01/25	3,385.42	4,062.50	-	-	677.08	(502.51)	174.57
Federal Home Loan Banks	NOTE	0.500	04/14/25	13,319.44	-	-	16,236.11	2,916.67	(603.36)	2,313.31
Home Depot Inc	NOTE	2.700	04/15/25	18,360.00	-	-	22,410.00	4,050.00	874.48	4,924.48
FNMA	NOTE	0.630	04/22/25	21,276.04	-	-	26,223.96	4,947.92	5,075.00	10,022.92
Caterpillar Financial Services	NOTE	3.400	05/13/25	18,360.00	-	-	23,460.00	5,100.00	(22.84)	5,077.16
General Dynamics Corporation	NOTE	3.500	05/15/25	14,427.78	-	-	18,511.11	4,083.33	(2,327.83)	1,755.50

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Earnings Report
03/01/24-03/31/24

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
Qualcomm Incorporated	NOTE	3.450	05/20/25	16,454.58	-	-	21,342.08	4,887.50	(1,297.51)	3,589.99
Pfizer Inc	NOTE	0.800	05/28/25	4,133.33	-	-	5,466.67	1,333.34	1,121.44	2,454.78
Truist Financial Corp	NOTE	5.320	06/09/25	28,810.52	30,547.95	-	8,800.21	10,537.64	461.95	10,999.59
Cisco Systems Inc	NOTE	3.500	06/15/25	10,344.44	-	-	14,427.78	4,083.34	338.12	4,421.46
Treasury Note	NOTE	0.250	06/30/25	4,189.56	-	-	6,318.68	2,129.12	4,249.16	6,378.28
Treasury Note	NOTE	3.000	07/15/25	18,956.04	-	-	31,730.77	12,774.73	5,241.91	18,016.64
Intel Corp	NOTE	3.700	07/29/25	2,055.56	-	-	3,982.64	1,927.08	(1,231.79)	695.29
State Street Corporation	NOTE	3.550	08/18/25	2,563.89	-	-	8,480.56	5,916.67	(3,993.26)	1,923.41
FNMA Benchmark Note	NOTE	0.375	08/25/25	218.75	-	-	1,312.50	1,093.75	112.90	1,206.65
Burlington Northern Santa Fe LLC	NOTE	3.650	09/01/25	-	-	-	4,182.29	4,182.29	379.08	4,561.37
John Deere Capital Corp	NOTE	4.050	09/08/25	36,978.75	38,475.00	-	4,916.25	6,412.50	46.39	6,458.89
FFCB	NOTE	4.250	09/30/25	124,784.72	148,750.00	-	826.39	24,791.67	606.26	25,397.93
FNMA Benchmark Note	NOTE	0.500	11/07/25	19,000.00	-	-	24,000.00	5,000.00	3,189.17	8,189.17
Lockheed Martin Corporation	NOTE	3.550	01/15/26	8,092.42	-	-	13,370.09	5,277.67	(979.50)	4,298.17
FHLB	NOTE	0.700	01/28/26	1,122.92	-	-	2,143.75	1,020.83	4,615.53	5,636.36
Treasury Note	NOTE	0.500	02/28/26	135.87	-	-	4,347.83	4,211.96	27,765.46	31,977.42
FHLB	NOTE	0.960	03/05/26	18,304.00	18,720.00	-	2,704.00	3,120.00	9,572.19	12,692.19
Prudential Financial Inc	NOTE	1.500	03/10/26	14,071.88	14,812.50	-	1,728.13	2,468.75	(185.28)	2,283.47
FHLB	NOTE	4.130	03/13/26	139,562.50	149,531.25	-	14,953.13	24,921.88	1,651.97	26,573.85
Loews Corporation	NOTE	3.750	04/01/26	23,437.50	28,125.00	-	-	4,687.50	873.02	5,560.52
Sierra Pacific Power	NOTE	2.600	05/01/26	14,083.33	-	-	17,604.17	3,520.84	(841.90)	2,678.94
Bank of America Corp	NOTE	4.830	07/22/26	12,027.28	-	-	21,279.03	9,251.75	728.81	9,980.56
FHLB	NOTE	1.880	09/11/26	8,854.17	9,375.00	-	1,041.67	1,562.50	(864.12)	698.38
Public Service Electric And Gas	NOTE	2.250	09/15/26	12,709.38	13,781.25	-	1,225.00	2,296.87	2,122.83	4,419.70
Pepsico Inc	NOTE	2.380	10/06/26	10,522.57	-	-	12,699.65	2,177.08	2,031.55	4,208.63
Morgan Stanley	NOTE	6.140	10/16/26	52,940.25	-	-	64,704.75	11,764.50	(1,273.91)	10,490.59
Treasury Note	NOTE	2.000	11/15/26	58,791.21	-	-	75,824.18	17,032.97	15,173.30	32,206.27
Duke Energy Carolinas	NOTE	2.950	12/01/26	7,375.00	-	-	9,833.33	2,458.33	1,344.76	3,803.09
FHLB	NOTE	2.130	12/11/26	17,944.44	-	-	24,673.61	6,729.17	(1,881.94)	4,847.23
JP Morgan Chase & CO	NOTE	1.040	02/04/27	2,047.50	-	-	4,322.50	2,275.00	6,078.65	8,353.65
Treasury Note	NOTE	0.630	03/31/27	26,127.05	31,250.00	-	170.77	5,293.72	24,443.73	29,737.45
Chevron Corp	NOTE	2.300	05/11/27	12,191.67	-	-	15,516.67	3,325.00	3,299.45	6,624.45
Treasury Note	NOTE	0.500	06/30/27	8,379.12	-	-	12,637.36	4,258.24	25,052.17	29,310.41
Unitedhealth Group Inc	NOTE	2.950	10/15/27	22,288.89	-	-	27,205.56	4,916.67	2,527.50	7,444.17

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Earnings Report
03/01/24-03/31/24

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
	Subtotal			\$ 1,240,555.49	\$ 756,337.58	\$ -	\$ 852,094.58	\$ 367,876.67	\$ 78,619.36	\$ 446,496.03
CASH EQUIVALENTS										
Dreyfus Treasury				-	70,879.15	-	-	70,879.15	-	70,879.15
	Subtotal			\$ -	\$ 70,879.15	\$ -	\$ -	\$ 70,879.15	\$ -	\$ 70,879.15
LAIF										
Local Agency Investment Fund				27,138.91	-	-	35,526.03	8,387.12	-	8,387.12
	TOTAL			\$ 1,267,694.40	\$ 827,216.73	\$ -	\$ 887,620.61	\$ 447,142.94	\$ 78,619.36	\$ 525,762.30

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Statement of Investments
As of 03/31/24

Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Eff Mat. Date	Par Value	Purchase Cost	Market Price	Market Value	Unrealized Gain/Loss	YTM	Days to Eff. Mat.	% Mkt Value
03/31/24	Dreyfus Trisy Sec CM Investor	09248U718	0.000	03/31/24	03/31/24	\$ 86,248	\$ 86,248	100.00	\$ 86,248	\$ -	5.37%	0	0.15%
02/29/24	Treasury Bill	912797JL2	0.000	04/02/24	04/02/24	7,166,218	7,166,218	99.99	7,198,955	32,737	1.06%	2	12.82%
04/26/21	Mettlife Inc	59156RBH0	3.600	04/10/24	04/10/24	425,000	460,084	99.96	424,809	(35,275)	4.87%	10	0.76%
09/25/20	Comcast Corporation	20030NCR0	3.700	04/15/24	04/15/24	425,000	465,452	99.93	424,705	(40,747)	5.09%	15	0.76%
03/13/24	Treasury Bill	912797JN8	0.000	04/16/24	04/16/24	2,750,000	2,736,734	99.78	2,743,972	7,238	4.23%	16	4.88%
12/23/22	Morgan Stanley	61747YEX9	6.140	10/16/26	04/18/24	525,000	538,418	101.16	531,064	(7,354)	6.03%	18	0.95%
03/16/21	Bank Of New York Mellon Corp	06406HCV9	3.400	05/15/24	05/15/24	475,000	510,244	99.73	473,731	(36,513)	5.39%	45	0.84%
03/03/22	Truist Financial Corp	89788MAF9	2.280	06/09/25	06/29/24	500,000	497,792	99.73	498,667	875	6.06%	90	0.89%
01/18/22	Target Corporation	87612EBD7	3.500	07/01/24	07/01/24	425,000	446,008	99.50	422,876	(23,132)	5.42%	92	0.75%
01/11/23	Bank of America Corp	06051GLA5	4.830	07/22/26	07/22/24	495,000	490,179	99.13	490,697	518	6.19%	113	0.87%
11/03/20	Bristol-Myers Squibb Co	110122CM8	2.900	07/26/24	07/26/24	450,000	480,768	99.16	446,206	(34,562)	5.49%	117	0.79%
01/25/23	JP Morgan Chase & CO	46647PBW5	1.040	02/04/27	08/04/24	600,000	533,574	92.53	555,179	21,605	5.57%	126	0.99%
10/31/19	Honeywell International Inc	438516BW5	2.300	08/15/24	08/15/24	390,000	399,138	98.78	385,261	(13,877)	5.55%	137	0.69%
06/30/21	Treasury Note	9128282U3	1.875	08/31/24	08/31/24	1,600,000	1,669,813	98.59	1,577,375	(92,438)	5.28%	153	2.81%
05/20/21	United Parcel Service	911312BT2	2.200	09/01/24	09/01/24	374,000	391,124	98.54	368,548	(22,576)	5.70%	154	0.66%
02/12/20	PNC Funding Corp	69353REF1	3.300	10/30/24	10/30/24	325,000	345,449	98.68	320,715	(24,734)	5.60%	213	0.57%
09/24/20	Wisconsin Electric Power Company	976656CL0	2.050	12/15/24	12/15/24	350,000	368,382	97.67	341,851	(26,531)	5.41%	259	0.61%
01/06/22	FFCB	3133ENKS8	1.130	01/06/25	01/06/25	460,000	458,965	97.01	446,233	(12,732)	5.12%	281	0.79%
12/10/21	Federal National Mortgage Assoc	3135G0X24	1.630	01/07/25	01/07/25	1,750,000	1,782,200	97.35	1,703,690	(78,510)	5.15%	282	3.03%
05/11/22	Apple Inc	03783DF4	2.750	01/13/25	01/13/25	425,000	422,980	98.10	416,932	(6,048)	5.22%	288	0.74%
02/17/22	US Bank NA/Cincinnati	90331HPL1	2.050	01/21/25	01/21/25	475,000	475,751	97.34	462,373	(13,378)	5.43%	296	0.82%
09/15/22	Merck & Co Inc	58933YAR6	2.750	02/10/25	02/10/25	434,000	421,031	97.93	425,010	3,979	5.22%	316	0.76%
01/06/22	FHLMC Reference Note	3137EAP0	1.500	02/12/25	02/12/25	1,750,000	1,765,705	96.96	1,696,733	(68,972)	5.11%	318	3.02%
03/04/22	FFCB	3133ENPY0	1.750	02/25/25	02/25/25	1,250,000	1,252,738	97.00	1,212,497	(40,241)	5.17%	331	2.16%
12/22/20	Exxon Mobil Corp	30231GAF9	2.709	03/06/25	03/06/25	450,000	474,519	97.77	439,985	(34,534)	5.17%	340	0.78%
11/03/20	Ace InA Holdings Inc	00440EAS6	3.150	03/15/25	03/15/25	435,000	474,791	97.91	425,928	(48,863)	5.40%	349	0.76%
09/30/21	Treasury Note	912828ZF0	0.050	03/31/25	03/31/25	1,600,000	1,591,125	95.65	1,530,375	(60,750)	4.98%	365	2.72%
02/12/21	General Dynamics Corporation	369550BK3	3.250	04/01/25	04/01/25	50,000	54,979	98.07	49,037	(5,942)	5.23%	366	0.09%
09/28/20	Federal Home Loan Banks	3130AJHU6	0.500	04/14/25	04/14/25	1,450,000	1,453,984	95.40	1,383,266	(70,718)	5.08%	379	2.46%
05/04/22	Home Depot Inc	437076CM2	2.700	04/15/25	04/15/25	425,000	418,714	97.53	414,509	(4,205)	5.15%	380	0.74%
12/01/21	FNMA	3135G03U5	0.630	04/22/25	04/22/25	1,225,000	1,190,032	95.57	1,170,776	(19,256)	4.94%	387	2.08%
06/06/22	Caterpillar Financial Services	14913R2V8	3.400	05/13/25	05/13/25	425,000	426,632	98.08	416,855	(9,777)	5.17%	408	0.74%
05/11/21	General Dynamics Corporation	369550BG2	3.500	05/15/25	05/15/25	350,000	380,073	98.24	343,823	(36,250)	5.12%	410	0.61%
02/10/22	Qualcomm Incorporated	747525AF0	3.450	05/20/25	05/20/25	400,000	412,594	98.16	392,655	(19,939)	5.12%	415	0.70%
12/15/21	Pfizer Inc	717081EX7	0.800	05/28/25	05/28/25	475,000	466,704	95.31	452,706	(13,998)	5.00%	423	0.81%

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Statement of Investments
As of 03/31/24

Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Eff Mat. Date	Par Value	Purchase Cost	Market Price	Market Value	Unrealized Gain/Loss	YTM	Days to Eff. Mat.	% Mkt Value
06/15/22	Cisco Systems Inc	17275RAW2	3.500	06/15/25	06/15/25	400,000	397,604	98.39	393,553	(4,051)	4.88%	441	0.70%
09/01/22	Treasury Note	91282CEU1	2.875	06/15/25	06/15/25	1,600,000	1,571,813	97.60	1,561,563	(10,250)	4.94%	441	2.78%
11/17/20	Treasury Note	912828ZW3	0.250	06/30/25	06/30/25	1,750,000	1,710,434	94.41	1,652,246	(58,188)	4.89%	456	2.94%
09/30/22	Treasury Note	91282CEY3	3.000	07/15/25	07/15/25	1,200,000	1,162,125	97.66	1,171,969	9,844	4.87%	471	2.09%
09/25/20	Intel Corp	458140AS9	3.700	07/29/25	07/29/25	400,000	447,035	98.04	392,171	(54,864)	5.23%	485	0.70%
09/24/20	State Street Corporation	857477AT0	3.550	08/18/25	08/18/25	475,000	531,317	98.00	465,506	(65,811)	5.06%	505	0.83%
06/14/22	Burlington Northern Santa Fe LLC	12189LAY7	3.650	09/01/25	09/01/25	325,000	322,095	97.99	318,467	(3,628)	5.13%	519	0.57%
09/08/22	John Deere Capital Corp	24422EWW4	4.050	09/08/25	09/08/25	425,000	425,519	98.64	419,219	(6,300)	5.04%	526	0.75%
10/11/22	FFCB	3133ENP95	4.250	09/30/25	09/30/25	1,000,000	995,940	99.08	990,834	(5,106)	4.89%	548	1.76%
11/17/20	FNMA Benchmark Note	3135G06G3	0.500	11/07/25	11/07/25	3,155,000	3,140,117	93.47	2,949,025	(191,092)	4.76%	586	5.25%
06/30/21	Lockheed Martin Corporation	539830BH1	3.550	01/15/26	01/15/26	415,000	432,814	97.63	405,164	(27,650)	4.94%	655	0.72%
01/19/23	FHLB	3130AKGX7	0.700	01/28/26	01/28/26	1,050,000	949,566	92.74	973,765	24,199	4.89%	668	1.73%
12/06/22	Treasury Note	91282CBQ3	0.500	02/28/26	02/28/26	1,400,000	1,269,855	92.45	1,294,289	24,434	4.65%	699	2.30%
06/20/23	FFCB	3133EPCF0	4.500	03/02/26	03/02/26	2,000,000	2,003,788	99.60	1,991,906	(11,882)	4.72%	701	3.55%
01/19/23	FHLB	3130ALLH0	0.960	03/05/26	03/05/26	900,000	817,164	93.00	837,037	19,873	4.79%	704	1.49%
08/30/21	Prudential Financial Inc	74432QCH6	1.500	03/10/26	03/10/26	450,000	455,338	93.62	421,301	(34,037)	4.97%	709	0.75%
02/17/23	FHLB	3130AUU36	4.130	03/13/26	03/13/26	1,250,000	1,239,538	98.91	1,236,363	(3,175)	4.71%	712	2.20%
05/17/23	Loews Corporation	540424AS7	3.750	04/01/26	04/01/26	300,000	294,711	97.49	292,481	(2,230)	5.08%	731	0.52%
11/29/21	Sierra Pacific Power	826418BM6	2.600	05/01/26	05/01/26	375,000	389,284	95.02	356,317	(32,967)	5.14%	761	0.63%
09/13/21	FHLB	3130A8XY4	1.880	09/11/26	09/11/26	300,000	315,528	93.82	281,461	(34,067)	4.57%	894	0.50%
05/16/23	Public Service Electric And Gas	74456QBR6	2.250	09/15/26	09/15/26	300,000	279,264	93.85	281,537	2,273	4.93%	898	0.50%
03/01/23	Pepsico Inc	713448DN5	2.380	10/06/26	10/06/26	450,000	414,180	94.45	425,032	10,852	4.73%	919	0.76%
05/09/23	Treasury Note	912828U24	2.000	11/15/26	11/15/26	2,100,000	1,986,468	93.91	1,972,031	(14,437)	4.48%	959	3.51%
01/13/22	FHLB	3130A9YY1	2.130	12/11/26	12/11/26	700,000	720,418	93.95	657,640	(62,778)	4.53%	985	1.17%
01/31/23	Treasury Note	912828ZE3	0.630	03/01/27	03/01/27	2,250,000	1,984,481	89.51	2,013,926	29,445	4.39%	1065	3.59%
05/11/23	Chevron Corp	166764BX7	2.000	05/11/27	05/11/27	475,000	442,085	92.51	439,428	(2,657)	4.60%	1136	0.78%
03/15/23	Treasury Note	912828ZV5	0.500	06/30/27	06/30/27	1,000,000	875,741	88.38	883,829	8,088	4.37%	1186	1.57%
02/15/23	Unitedhealth Group Inc	91324PDE9	2.950	10/15/27	10/15/27	450,000	416,654	94.11	423,477	6,823	4.78%	1293	0.75%
	Subtotal					\$ 58,119,248	\$ 57,500,018		\$ 56,175,779	\$ (1,324,239)	4.44%	425	100.00%
	PFC Bank Balance						5,952,720						
	TOTAL						\$ 63,452,738						

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Statement of Purchases - Maturities - Sales
As of 03/31/24

PURCHASES

Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Par Value	Purchase Price	Purchase Cost	Prepaid Interest
03/13/24	Treasury Bill	912797JN8	0.000	04/16/24	\$ 2,750,000.00	99.51760	\$ 2,736,734.11	\$ -
TOTAL PURCHASES						\$ 2,750,000.00	\$ 2,736,734.12	\$ -

MATURITIES

Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Par Value	Purchase Price	Purchase Cost	Gain / (Loss)
02/13/24	Treasury Bill	912797JH1	0.000	03/12/24	\$ 2,625,000.00	99.62695	\$ 2,615,207.40	\$ 9,792.60
TOTAL MATURITIES						\$ 2,625,000.00	\$ 2,615,207.40	\$ 9,792.60

SALES / REDEMPTIONS / DELIVERS

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

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Earnings Report
03/01/24-03/31/24

Type of Investment	Type	Coupon	Maturity Date	Previous Accrual	Realized		Interest Paid At Purc/Recv	Current Accrual	Interest Earned	Amrt/Accrt For Period	Adjusted Total Int. Earned
					Interest For Period	Interest For Period					
FIXED INCOME											
Treasury Bill	NOTE	0.000	04/02/24	-	-	-	-	-	-	32,726.70	32,726.70
Treasury Bill	NOTE	0.000	04/16/24	-	-	-	-	-	-	7,235.94	7,235.94
Metlife Inc	NOTE	3.600	04/10/24	5,992.50	-	-	7,267.50	1,275.00	-	(1,031.18)	243.82
Comcast Corporation	NOTE	3.700	04/15/24	5,940.56	-	-	7,250.97	1,310.41	-	(1,025.64)	284.77
Bank Of New York Mellon Corp	NOTE	3.400	05/15/24	4,755.28	-	-	6,101.11	1,345.83	-	(988.67)	357.16
Target Corporation	NOTE	3.500	07/01/24	2,479.17	-	-	3,718.75	1,239.58	-	(719.16)	520.42
Bristol-Myers Squibb Co	NOTE	2.900	07/26/24	1,268.75	-	-	2,356.25	1,087.50	-	(734.97)	352.53
Honeywell International Inc	NOTE	2.300	08/15/24	398.67	-	-	1,146.17	747.50	-	(194.99)	552.51
Treasury Note	NOTE	1.875	08/31/24	81.52	-	-	2,608.70	2,527.18	-	(1,870.52)	656.66
United Parcel Service	NOTE	2.200	09/01/24	-	-	-	685.67	685.67	-	(478.18)	207.49
PNC Funding Corp	NOTE	3.300	10/30/24	3,604.79	-	-	4,498.54	893.75	-	(359.06)	534.69
Wisconsin Electric Power Company	NOTE	2.050	12/15/24	1,514.72	-	-	2,112.64	597.92	-	(377.41)	220.51
FFCB	NOTE	1.130	01/06/25	790.63	-	-	1,221.88	431.25	-	28.88	460.13
Federal National Mortgage Assoc	NOTE	1.630	01/07/25	4,265.63	-	-	6,635.42	2,369.79	-	(875.00)	1,494.79
Apple Inc	NOTE	2.750	01/13/25	1,558.33	-	-	2,532.29	973.96	-	63.13	1,037.09
US Bank NA/Cincinnati	NOTE	2.050	01/21/25	1,081.94	-	-	1,893.40	811.46	-	(21.46)	790.00
Merck & Co Inc	NOTE	2.750	02/10/25	696.21	-	-	1,690.79	994.58	-	451.89	1,446.47
FHLMC Reference Note	NOTE	1.500	02/12/25	1,385.42	-	-	3,572.92	2,187.50	-	(423.98)	1,763.52
FFCB	NOTE	1.750	02/25/25	364.58	-	-	2,187.50	1,822.92	-	(76.90)	1,746.02
Exxon Mobil Corp	NOTE	2.709	03/06/25	5,925.94	-	6,095.26	846.56	609.00	-	(476.78)	539.10
Ace InA Holdings Inc	NOTE	3.150	03/15/25	6,318.38	-	6,851.25	609.00	677.60	-	(796.61)	345.26
Treasury Note	NOTE	0.050	03/31/25	3,344.26	-	4,000.00	21.86	135.42	-	215.45	893.05
General Dynamics Corporation	NOTE	3.250	04/01/25	677.08	-	812.50	-	604.16	-	(100.50)	34.92
Federal Home Loan Banks	NOTE	0.500	04/14/25	2,759.03	-	-	3,363.19	604.16	-	(74.30)	529.86
Home Depot Inc	NOTE	2.700	04/15/25	4,335.00	-	-	5,291.25	956.25	-	178.07	1,134.32
FNMA	NOTE	0.630	04/22/25	2,743.49	-	-	3,381.51	638.02	-	1,029.98	1,668.00
Caterpillar Financial Services	NOTE	3.400	05/13/25	4,335.00	-	-	5,539.17	1,204.17	-	(46.43)	1,157.74
General Dynamics Corporation	NOTE	3.500	05/15/25	3,606.94	-	-	4,627.78	1,020.84	-	(635.58)	385.26
Qualcomm Incorporated	NOTE	3.450	05/20/25	3,871.67	-	-	5,021.67	1,150.00	-	(318.41)	831.59
Pfizer Inc	NOTE	0.800	05/28/25	981.67	-	-	1,298.33	316.66	-	204.10	520.76
Truist Financial Corp	NOTE	2.280	06/09/25	6,859.65	-	7,273.32	2,095.29	2,508.96	-	95.62	2,604.58
Cisco Systems Inc	NOTE	3.500	06/15/25	2,955.56	-	-	4,122.22	1,166.66	-	66.68	1,233.34
Treasury Note	NOTE	2.875	06/15/25	9,677.60	-	-	13,573.77	3,896.17	-	859.21	4,755.38

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Earnings Report
03/01/24-03/31/24

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
Treasury Note	NOTE	0.250	06/30/25	733.17	-	-	1,105.77	372.60	933.67	1,306.27
Treasury Note	NOTE	3.000	07/15/25	4,549.45	-	-	7,615.38	3,065.93	1,155.63	4,221.56
Intel Corp	NOTE	3.700	07/29/25	1,315.56	-	-	2,548.89	1,233.33	(837.37)	395.96
State Street Corporation	NOTE	3.550	08/18/25	608.92	-	-	2,014.13	1,405.21	(1,012.80)	392.41
Burlington Northern Santa Fe LLC	NOTE	3.650	09/01/25	-	-	-	988.54	988.54	75.47	1,064.01
John Deere Capital Corp	NOTE	4.050	09/08/25	8,271.56	8,606.25	-	1,099.69	1,434.38	(14.46)	1,419.92
FFCB	NOTE	4.250	09/30/25	17,826.39	21,250.00	-	118.06	3,541.67	114.04	3,655.71
FNMA Benchmark Note	NOTE	0.500	11/07/25	4,995.42	-	-	6,310.00	1,314.58	311.02	1,625.60
Lockheed Martin Corporation	NOTE	3.550	01/15/26	1,882.49	-	-	3,110.19	1,227.70	(343.47)	884.23
FHLB	NOTE	0.700	01/28/26	673.75	-	-	1,286.25	612.50	2,769.32	3,381.82
Treasury Note	NOTE	0.500	02/28/26	19.02	-	-	608.70	589.68	3,731.37	4,321.05
FFCB	NOTE	4.500	03/02/26	44,750.00	45,000.00	-	7,250.00	7,500.00	(117.03)	7,382.97
FHLB	NOTE	0.960	03/05/26	4,224.00	4,320.00	-	624.00	720.00	2,208.97	2,928.97
Prudential Financial Inc	NOTE	1.500	03/10/26	3,206.25	3,375.00	-	393.75	562.50	(98.18)	464.32
FHLB	NOTE	4.130	03/13/26	24,062.50	25,781.25	-	2,578.13	4,296.88	284.82	4,581.70
Loews Corporation	NOTE	3.750	04/01/26	4,687.50	5,625.00	-	-	937.50	153.75	1,091.25
Sierra Pacific Power	NOTE	2.600	05/01/26	3,250.00	-	-	4,062.50	812.50	(264.67)	547.83
Bank of America Corp	NOTE	4.830	07/22/26	2,588.48	-	-	4,579.62	1,991.14	117.99	2,109.13
FHLB	NOTE	1.880	09/11/26	2,656.25	2,812.50	-	312.50	468.75	(259.24)	209.51
Public Service Electric And Gas	NOTE	2.250	09/15/26	3,112.50	3,375.00	-	300.00	562.50	519.84	1,082.34
Pepsico Inc	NOTE	2.380	10/06/26	4,304.69	-	-	5,195.31	890.62	831.09	1,721.71
Morgan Stanley	NOTE	6.140	10/16/26	12,084.19	-	-	14,769.56	2,685.37	(312.24)	2,373.13
Treasury Note	NOTE	2.000	11/15/26	12,346.15	-	-	15,923.08	3,576.93	2,738.89	6,315.82
FHLB	NOTE	2.130	12/11/26	3,305.56	-	-	4,545.15	1,239.59	(346.67)	892.92
JP Morgan Chase & CO	NOTE	1.040	02/04/27	468.00	-	-	988.00	520.00	1,377.18	1,897.18
Treasury Note	NOTE	0.630	03/01/27	5,878.59	7,031.25	-	38.42	1,191.08	5,418.73	6,609.81
Chevron Corp	NOTE	2.000	05/11/27	2,895.52	-	-	3,685.21	789.69	688.84	1,478.53
Treasury Note	NOTE	0.500	06/30/27	837.91	-	-	1,263.74	425.83	2,458.20	2,884.03
Unitedhealth Group Inc	NOTE	2.950	10/15/27	5,015.00	-	-	6,121.25	1,106.25	596.16	1,702.41
Subtotal				\$ 275,118.79	\$ 152,208.58	\$ -	\$ 206,707.92	\$ 83,797.71	\$ 54,408.77	\$ 138,206.48
CASH EQUIVALENTS										
Dreyfus Trsy Sec CM Investor				-	1,496.22	-	-	1,496.22	-	1,496.22
Subtotal				\$ -	\$ 1,496.22	\$ -	\$ -	\$ 1,496.22	\$ -	\$ 1,496.22

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Earnings Report
03/01/24-03/31/24

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
	TOTAL			\$ 275,118.79	\$ 153,704.80	\$ -	\$ 206,707.92	\$ 85,293.93	\$ 54,408.77	\$ 139,702.70

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS
MONTH AND NINE MONTHS ENDED MARCH 31, 2024 & 2023

March 2024											
Monthly Performance						Fiscal YTD Performance (July 2023 - March 2024)					
A	B	C	D	E	F	G	H	I	J		
Actual \$ Mar 2024	Budget Mar 2024	Actual \$ Prior Year Mar 2023	Note	Variance Actual Vs. Budget	Fiscal YTD	Fiscal YTD Budget	Actual \$ Prior Year Fiscal YTD	Note	Variance Actual Vs. Budget		
OPERATING ACTIVITY											
CASH RECEIPTS FROM OPERATIONS											
1	\$337,440	\$323,334	\$354,706	(2)	\$14,106	\$3,569,761	\$3,822,110	(2)	\$29,261		
2	2,237,735	1,843,317	2,331,203	(3)	394,418	21,789,759	22,279,908	(3)	1,670,277		
3	1,707,937	1,086,461	1,526,505	(4)	621,476	12,987,780	13,173,274	(4)	1,488,914		
4	1,442,091	1,265,970	1,516,307	(5)	176,121	12,148,537	12,002,243	(5)	146,294		
5	326,866	232,917	256,054	(6)	93,949	2,970,282	2,548,000	(6)	422,282		
6	235,355	68,334	11,750	(7)	167,021	1,431,219	748,250	(7)	682,969		
7	846,136	454,167	572,507	(8)	391,969	4,314,571	4,087,499	(8)	227,072		
8	\$7,133,560	\$5,274,500	\$6,569,032	(1)	\$1,859,060	\$59,211,909	\$54,544,840	(1)	\$4,667,069		
CASH DISBURSEMENTS FROM OPERATIONS											
9	(\$116,291)	(\$128,762)	(\$179,142)	(10)	\$12,471	(\$1,082,370)	(\$1,172,322)	(10)	\$89,952		
10	(548,351)	(346,836)	(314,629)	(11)	(201,515)	(3,481,778)	(2,965,516)	(11)	17,375		
11	(2,837,751)	(2,894,415)	(2,718,408)	(12)	46,664	(25,451,702)	(27,044,004)	(12)	1,592,302		
12	(539,584)	(504,200)	(203,945)	(13)	(35,384)	(4,987,883)	(6,542,800)	(13)	1,554,917		
13	(654,533)	(647,308)	(680,099)	(14)	(7,225)	(5,442,389)	(5,875,173)	(14)	432,784		
14	(103,347)	(116,431)	(177,836)	(15)	13,084	(927,362)	(1,047,859)	(15)	120,497		
15	(1,522,500)	(1,522,500)	(380,375)	(16)	0	(4,567,500)	(3,423,375)	(16)	0		
16	0	0	0	(16)	0	(2,375,321)	(2,146,981)	(16)	(228,340)		
17	(\$6,322,357)	(\$6,150,452)	(\$4,654,434)	(9)	(\$171,905)	(\$48,316,305)	(\$51,895,792)	(9)	\$3,579,487		
18	\$811,203	(\$875,952)	\$1,914,598		\$1,687,155	\$10,895,604	\$2,649,048		\$8,246,556		
FACILITY IMPROVEMENT TRANSACTIONS											
CASH DISBURSEMENTS											
19	(\$37,201)	(\$50,000)	\$0	(17)	\$12,799	(\$37,201)	(\$250,000)	(17)	\$212,799		
20	(353,132)	(432,384)	(985,509)	(18)	79,252	(4,236,964)	(3,964,650)	(18)	(272,314)		
21	(\$390,333)	(\$482,384)	(\$985,509)		\$92,051	(\$4,274,165)	(\$4,214,650)		(\$59,515)		
22	\$0	\$40,295	\$0	(17)	(\$40,295)	\$0	\$120,885	(17)	(\$120,885)		
23	23,366	0	0	(19)	\$23,366	166,104	0	(19)	166,104		
24	0	0	2,152,851	(20)	\$0	535,041	4,615,651	(20)	515,631		
25	0	0	0	(21)	\$0	59,200	250,000	(21)	(190,800)		
26	\$23,366	\$40,295	\$2,152,851		(\$16,929)	\$760,345	\$390,295		\$370,050		
27	(\$366,967)	(\$442,089)	\$1,167,342		\$75,122	(\$3,513,820)	(\$3,824,355)		\$310,535		
FEDERAL RELIEF GRANT FUNDS											
28	\$0	\$0	\$0	(22)	\$0	\$733,646	\$0	(22)	\$733,646		
29	\$444,236	(\$1,318,041)	\$3,081,940		\$1,762,277	\$8,115,430	(\$1,175,307)		\$9,290,737		
NET INCREASE (DECREASE) IN CASH FROM OPERATIONS											

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS
MONTH AND NINE MONTHS ENDED MARCH 31, 2024 & 2023

		Monthly Performance					Fiscal YTD Performance (July 2023 - March 2024)				
		A	B	C	D	E	F	G	H	I	J
		Actual \$ Mar 2024	Budget Mar 2024	Actual \$ Prior Year Mar 2023	Note	Variance Actual Vs. Budget	Fiscal YTD	Fiscal YTD Budget	Actual \$ Prior Year Fiscal YTD	Note	Variance Actual Vs. Budget
29		\$444,236	(\$1,318,041)	\$3,081,940		\$1,762,277	\$8,115,430	(\$1,175,307)	\$19,389,007		\$9,290,737
NET INCREASE (DECREASE) IN CASH FROM OPERATIONS											
30	REPLACEMENT PASSENGER TERMINAL PROJECT ("RPT")										
	<i>CASH DISBURSEMENTS</i>										
	Replacement Passenger Terminal Project Costs ¹	(\$15,020,401)	(\$7,976,682)	(\$625,321)	(23)	(\$7,043,719)	(\$45,110,599)	(\$48,417,889)	(3,923,181)	(23)	\$3,307,290
	<i>CASH RECEIPTS FROM FUNDING SOURCES</i>										
31	FAA Grants - Replacement Passenger Terminal Project	\$0	\$0	\$0	(24)	\$0	\$0	\$0	\$0	(24)	\$0
32	Passenger Facility Charge Receipts/Reserves	1,606,933	0	0	(24)	1,606,933	14,029,502	0	0	(24)	14,029,502
33		\$1,606,933	\$0	\$0		\$1,606,933	\$14,029,502	\$0	\$0		\$14,029,502
34	INCREASE (DECREASE) - RPT PROJECT TRANSACTIONS	(\$13,413,468)	(\$7,976,682)	(\$625,321)		(\$5,436,786)	(\$31,081,097)	(\$48,417,889)	(\$3,923,181)		\$17,336,792
35	NET INCREASE (DECREASE) IN CASH - TOTAL	(\$12,969,232)	(\$9,294,723)	\$2,456,619		(\$3,674,509)	(\$22,965,667)	(\$49,593,196)	\$15,465,826		\$26,627,529

Note 1 - Due to timing of invoices and payments thereof, the cash to budget analysis may not fully reflect current status of the project.

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

NOTES TO SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

MONTH AND NINE MONTHS ENDED MARCH 31, 2024 & 2023

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 Noise Mitigation Program.

FY 2024 Replacement Passenger Terminal ("RPT") Project expenditures are programmed to be initially funded through the Bipartisan Infrastructure Law grants and commercial paper program ("CP") pending issuance of the construction financing scheduled for late spring of 2024. In addition, design costs are programmed to be funded through FAA-approved use of Passenger Facility Charge ("PFC") fees.

The FY 2024 Non-RPT Capital Program expenditures are primarily funded through the following sources:

- FAA-approved PFC program receipts/reserves;
- Grants; and
- 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 2012 Bond debt service for the Regional Intermodal Transportation Center / Consolidated Rental Car Facility is also presented.

FY 2024 projected operational activity has been based essentially flat to FY 2023 levels. The Authority's Adopted FY 2024 budget is based on the following quarterly activity assumptions to reflect seasonal fluctuations:

- Q1 (July - September): 1,620,000 (represents 27% of total)
- Q2 (October - December): 1,560,000 (represents 26% of total)
- Q3 (January - March): 1,200,000 (represents 20% of total)
- Q4 (April - June): 1,620,000 (represents 27% of total)

Passengers increased by 2.73% FYTD March when compared to the same period in FY 2023, and favorable to the budget assumption by 4.15%. Overall financial performance FYTD March remains positive to the budget.

(Continued)

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

NOTES TO SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS MONTH AND NINE MONTHS ENDED MARCH 31, 2024 & 2023

NOTE (1) – Cash Receipts from Operations

Cash receipts from operations exceed the budget in FYTD March. On an accrual basis, operating revenues exceed the budget in FYTD March by \$5,618,203. See notes 2 through 8 for additional information regarding operating receipts.

NOTE (2) – Landing/Fuel Fees

Landing Fees are based on landed weight of the aircraft. Fuel fees are charged at a rate of \$0.05 a gallon to non-signatory air carriers for fuel loaded at BUR. On an accrual basis, Landing Fees combined with Fuel Flowage Fees exceed the budget by \$217,250 FYTD March.

NOTE (3) – Parking Fees

Parking fee revenues performed above the budget forecast FYTD March. Accrual basis Parking Fees exceed the budget by \$1,648,867 FYTD March.

NOTE (4) – Rental/Concession Receipts - Terminal Building

Terminal Building rental/concession receipts exceed the budget FYTD March partially due to the timing of receipts. Accrual basis Terminal Building rents/concessions exceed the budget by \$1,034,193 FYTD March.

NOTE (5) – Rental Receipts - Other Buildings

Other Buildings rental receipts exceed the budget FYTD March partially due to the timing of receipts. Accrual basis Other Building rents are \$276,016 above budget expectations FYTD March due to CPI adjustments.

NOTE (6) – Ground Transportation

This category consists of off-airport access fees and TNC activity. Accrual basis Ground Transportation receipts exceed the budget by \$265,902 FYTD March.

NOTE (7) – Other Receipts

FYTD March Other Receipts consist primarily of ground handling and airfield access fees. Accrual basis Other Receipts are \$724,962 ahead of budget FYTD March primarily due to a settlement payment received in December and a security deposit from one tenant received in March.

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, which includes Trustee-held investment income, exceeds the budget by \$1,451,013 FYTD March.

NOTE (9) – Cash Disbursements from Operations

Overall operating disbursements on a cash basis and accrual basis are favorably under the budget FYTD March. See additional information on operating disbursement 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.

(Continued)

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

NOTES TO SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

MONTH AND NINE MONTHS ENDED MARCH 31, 2024 & 2023

NOTE (11) – Operating Supplies & Maintenance

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

NOTE (12) – Contractual Operating Costs

This line item includes various contractual operating costs such as ARFF services, janitorial services, systems and vehicle repair, parking operations and the TBI Airport Management contract costs. Reimbursement of the Common Use Passenger Processing System ("CUPPS") upgrade defined in note 18 is reflected in this line item to offset operating costs of the CUPPS system.

NOTE (13) – Contractual Professional Services

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

NOTE (14) – Wages and Benefits

Wages and Benefits consist of payroll and fringe benefit costs for the Airport Police officers, and include the impact of the terms of the Memorandum of Understanding effective February 2023. 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. The next remittance, covering the months of January, February and March 2024, is due April 2024.

NOTE (17) – Noise Mitigation Program

FAA Grants are budgeted to partially fund the multi-year Part 150 Update project. A RFP for the Part 150 Update was issued in 3rd Quarter of FY 2023 and a contract was awarded in January 2024.

NOTE (18) – Other Facility Improvement Program Projects

Other Facility Improvement Program Project costs on a cash basis exceed the budget FYTD March primarily due to payments of FY 2023 costs for the completion of the Airfield Lighting Vault replacement and the development of Parking Lot F, and expenditures related to the CUPPS upgrade, which is to be fully reimbursed by the airlines over a 12-month period.

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

FAA Grants are budgeted to partially fund a new ARFF vehicle.

NOTE (20) – Passenger Facility Charge Receipts/Reserves

A number of capital projects are budgeted to be funded or partially funded by Passenger Facility Charges, including the completion of the Runway 8 PAPI relocation, Runway and Taxiway Shoulder Rehabilitation, a new ARFF vehicle, and the Part 150 Update project.

(Continued)

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

NOTES TO SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

MONTH AND NINE MONTHS ENDED MARCH 31, 2024 & 2023

NOTE (21) – Customer Facility Charge Reserves

The Regional Intermodal Transportation Center ("RITC") Art in Public Places capital project is budgeted to be funded by Customer Facility Charge Reserves.

NOTE (22) – Federal Relief Grant Funds

All available non-concessionaire awarded federal relief funds were utilized towards FY 2023 bond debt service and personnel costs. The remaining concessionaire relief funds (\$2,560,425) apply only as direct payments to qualifying concessionaires and will be utilized once approved by the FAA.

NOTE (23) – Replacement Passenger Terminal Project Costs

The Authority programmed appropriations in the amount of \$158,579,049 for development of the multi-year RPT program. RPT costs on a cash basis are below budget expectations FYTD March by \$3,307,290 primarily due to the timing of payments. The majority of cash expenditures for FYTD March are related to Holder, Pankow, TEC JV (\$36,759,784).

NOTE (24) – Replacement Passenger Terminal Project Funding Sources

Includes funding sources specifically approved for reimbursement of certain eligible RPT expenses, which include FAA grant awards (e.g. BIL) and FAA approved Passenger Facility Charge fees.

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
SUPPLEMENTAL SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS
REGIONAL INTERMODAL TRANSPORTATION CENTER / CONSOLIDATED RENTAL CAR FACILITY PAYMENTS AND COLLECTIONS
MONTH AND NINE MONTHS ENDED MARCH 31, 2024 & 2023

		Monthly Performance				March 2024				Fiscal YTD Performance (July 2023 - March 2024)			
		A	B	C	D	E			F	G	H	I	J
		Actual \$ Mar 2024	Budget Mar 2024	Actual \$ Prior Year Mar 2023	Note	Variance Actual Vs. Budget			Actual \$ Fiscal YTD	Fiscal YTD Budget	Actual \$ Prior Year Fiscal YTD	Note	Variance Actual Vs. Budget
35		\$393,143	\$383,333	\$316,507	(1)	\$9,810		Customer Facility Charge Receipts	\$3,914,699	\$3,449,997	\$3,646,471	(1)	\$464,702
36		0	0	0	(2)	0		Federal Relief Grant Funds - 2012 Bond Debt Service	859,449	0	1,426,999	(2)	859,449
37		102,703	102,703	152,068	(3)	0		Facility Rent	969,968	924,327	787,741	(3)	45,641
38		(486,036)	(486,036)	(486,325)		0		Payments to Bond Trustee for 2012 Bond Debt Service	(4,374,324)	(4,374,324)	(4,376,919)		0
39		\$9,810	\$0	(\$17,750)	(4)	\$9,810			\$1,369,792	\$0	\$1,484,292	(4)	\$1,369,792

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

All available awarded federal relief funds were utilized towards FY 2023 Bond debt service costs and no further drawdowns will be applied to FY 2024 debt service.

Note (3) – Facility Rent

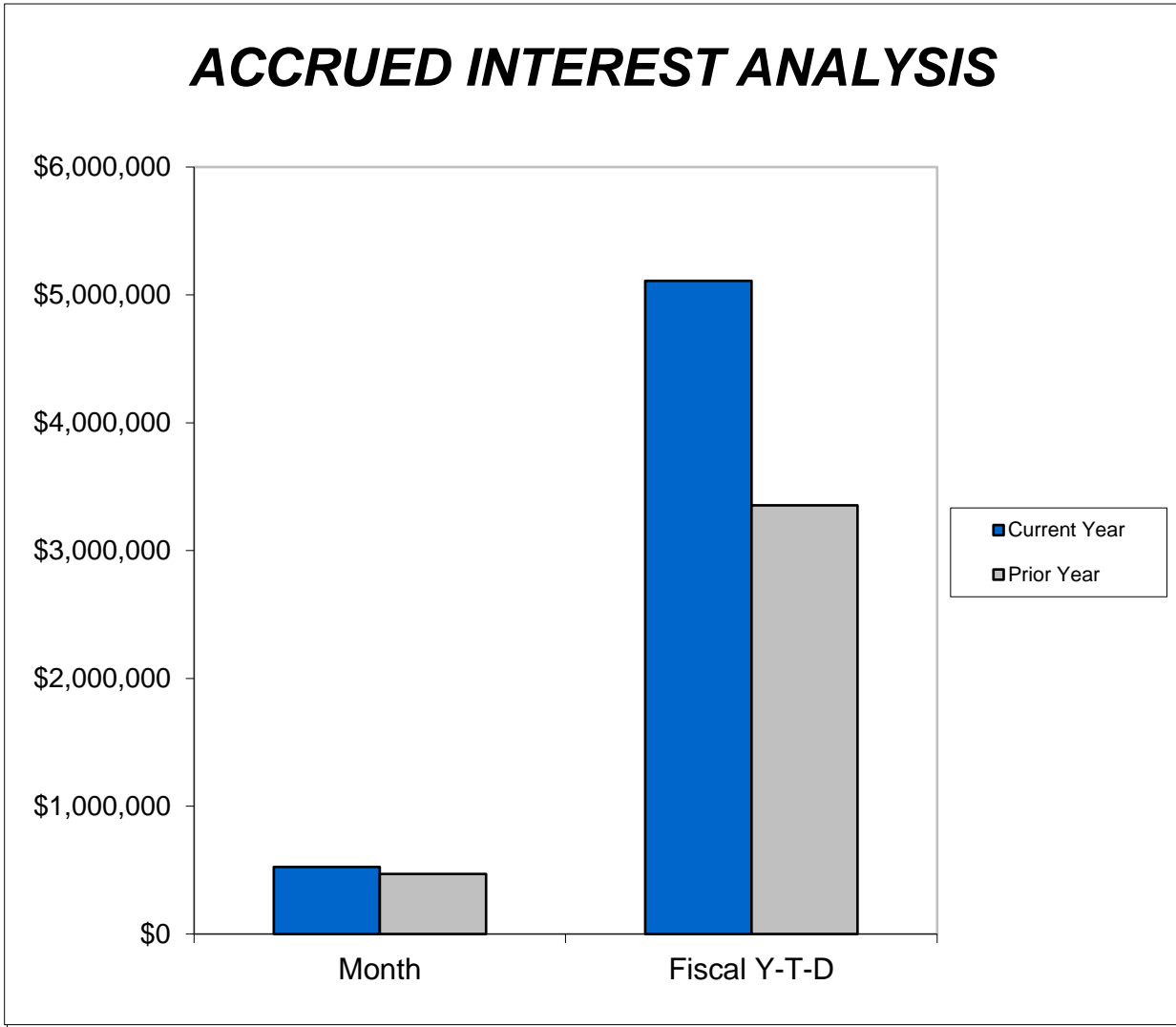
Facility Rent receipts may be applied to the 2012 Bond debt service or other allowable uses.

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



	March 2024	March 2023
Accrued Interest Revenue - Month	\$525,762	\$468,855
Accrued Interest Revenue - FYTD	\$5,109,342	\$3,353,481
Month End Portfolio Balance	\$259,701,681	\$285,263,117
Yield to Maturity	5.02%	4.26%

Supplement to the March 2024 Treasurer's Report

FYTD March 2024 Cash Disbursements

Facility Improvement Transactions

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
FY 2024 Cash Disbursements - Facility Improvement Transactions

PROJECT DESCRIPTION	Annual Budgeted Cost	FYTD 2024 (July-March) Budgeted Cost	FYTD 2024 (July-March) Cash Basis Cost	FYTD 2024 (July-March) Budget Variance Fav. / (Unfav.)	Project Status FYTD 2024 (July 2023 - March 2024)
BUILDING IMPROVEMENTS					
1) Minor Building Improvements	250,000	187,500	-	187,500	Ongoing
2) RITC Art in Public Places	400,000	250,000	87,125	162,875	Project completion estimated FY 2025
3) Bldg 36 Security/Ram Access Doors Replacement	135,000	81,000	-	81,000	Project scheduled to commence Q4 of FY 2024
TOTAL BUILDING IMPROVEMENTS	\$ 785,000	\$ 518,500	\$ 87,125	\$ 431,375	
IT/COMMUNICATIONS/SECURITY					
4) Communications Center Equipment (carryover)	725,000	425,000	9,537	415,463	Project completion estimated FY 2025
5) Mobile Police Firearms Training Range	425,000	300,000	277,737	22,263	Project completion estimated FY 2025
6) DVSS Hardware Replacement/Upgrades	200,000	150,000	18,023	131,977	Ongoing
7) IT Infrastructure Equipment	-	-	108,108	(108,108)	FY 2023 accrued costs - project completed
TOTAL IT/COMMUNICATIONS/SECURITY	\$ 1,350,000	\$ 875,000	\$ 413,405	\$ 461,595	
EQUIPMENT					
8) ARFF Rescue Vehicle Replacement (Rescue # 17)	1,132,000	-	-	-	Delivery scheduled in FY 2025
9) Airfield Maintenance Equipment (Tractor, Mower)	200,000	-	-	-	Project completion estimated FY 2025
10) Parking Revenue Control Equipment	135,000	-	-	-	Ongoing
11) CUPPS Upgrade	-	-	1,224,904	(1,224,904)	Project completed and to be fully reimbursed by the Airlines over a 12-month period
TOTAL EQUIPMENT	\$ 1,467,000	\$ -	\$ 1,224,904	\$ (1,224,904)	
RUNWAY / TAXIWAY / ROADWAY PROJECTS					
12) Runway 8 PAPI Relocation (completion)	275,000	190,000	188,443	1,557	Project to be completed 2nd half of FY 2024.
13) Runway/Taxiway Shoulder Rehabilitation	4,510,000	1,000,000	37,132	962,868	Project to be re-bid FY 2025
14) Landside Roadway Pavement Construction	400,000	400,000	307,111	92,890	Project completed Q3 FY 2024.
15) Parking Lot F Development (carryover)	175,000	175,000	369,593	(194,593)	Project completed Q2 FY 2024. Includes FY 2023 accrued costs
16) Preliminary Study - Parking Lot D Improvements	300,000	-	-	-	Project postponed
17) Taxiway C Pavement Rehabilitation - Construction	-	-	35,418	(35,418)	FY 2023 accrued costs - project completed
18) Airfield Lighting Vault Replacement - Construction	-	-	773,393	(773,393)	FY 2023 accrued costs - project completed
TOTAL RUNWAY/TAXIWAY/ROADWAY	\$ 5,660,000	\$ 1,765,000	\$ 1,711,090	\$ 53,911	
NOISE MITIGATION					
19) Part 150 Update	\$ 1,000,000	\$ 250,000	\$ 37,201	\$ 212,799	Contract awarded Q3 FY 2024 - ongoing
TOTAL NOISE MITIGATION	\$ 1,000,000	\$ 250,000	\$ 37,201	\$ 212,799	
O & M CAPITAL	\$ 1,217,000	\$ 806,150	\$ 800,440	5,710	Ongoing
SUB TOTAL	\$ 11,479,000	\$ 4,214,650	\$ 4,274,165	\$ (59,515)	
REPLACEMENT PASSENGER TERMINAL PROJECT					
20) Replacement Passenger Terminal Project	158,579,049	48,417,889	45,110,599	3,307,290	Ongoing
TOTAL REPLACEMENT PASSENGER TERMINAL PROJECT	\$ 158,579,049	\$ 48,417,889	\$ 45,110,599	\$ 3,307,290	
TOTAL	\$ 170,058,049	\$ 52,632,539	\$ 49,384,764	\$ 3,247,775	

Supplement to the March 2024 Treasurer's Report

FYTD March 2024 Cash Expenditures

Replacement Passenger Terminal Project (RPT)

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
Replacement Passenger Terminal Project (RPT)
FY 2024 Cash Expenditures: Authorized Contracts

Consultant/Vendor	Scope of Work	Prior Fiscal Years' Cash Expenditures	Current Authorized Amounts (1)	March 2024 Cash Expenditures	FYTD 2024 (July - March) Cash Expenditures	Remaining Contract Amount	Project-to-date Total Cash Expenditures
AECOM (1a)	Program Management Services	\$ 4,172,454	N/A	-	-	N/A	\$ 4,172,454
Jacobs Project Management Company (1a)	Program Management Services	4,154,588	13,321,911	2,036	3,702,917	5,464,406	7,857,505
Airport & Aviation Professionals Inc. (AvAirPros) (1b)	Airline Technical & Financial Coordination Services	216,599	350,000	57,438	219,593	130,407	436,192
Conway Consulting (1b)	Technical Support	211,327	150,000	-	156,326	(6,326)	367,653
Georgino Development (1b)	Strategic Planning Services	85,500	57,600	4,800	42,900	14,700	128,400
Public Resources Advisory Group (PRAG) (1b)	Financial Advisory Services	245,608	275,000	14,503	128,831	146,169	374,439
Ricondo & Associates (1b)	Financial Feasibility Services	351,440	356,000	69,255	343,746	12,254	695,186
Geosyntec Consultants (1c)	Soil Management Services	8,586	N/A	-	-	N/A	8,586
Holder, Pankow, TEC JV (1d)	Design Builder	14,288,816	280,499,526	14,222,126	36,759,784	229,450,926	51,048,600
Azrial (2)	Consulting Services	-	N/A	1,625	1,625	N/A	1,625
Fitch Ratings (2)	Rating Agency	-	N/A	-	35,000	N/A	35,000
Orrick, Herrington & Sutcliffe (2)	Bond Counsel	467,197	N/A	217,305	520,505	N/A	987,702
Chapman (2)	Legal Services	70,000	N/A	-	-	N/A	70,000
Geraci (2)	Legal Services	-	N/A	-	2,000	N/A	2,000
McDermott (2)	Legal Services	-	N/A	-	5,000	N/A	5,000
Moody's (2)	Rating Agency	-	N/A	-	28,900	N/A	28,900
Richards, Watson & Gershon (2)	Legal Services	237,956	N/A	-	61,000	N/A	298,956
Ring Bender (2)	Legal Services	4,793	N/A	-	-	N/A	4,793
S & P Global Rating (2)	Rating Agency	-	N/A	-	21,000	N/A	21,000
TBI - Engineering (2)	Consulting Services	-	N/A	1,727	1,727	N/A	1,727
THU Legal Consulting (2)	Consulting Services	37,440	150,000	50,000	167,320	(17,320)	204,760
Thriving Restaurants (2)	Consulting Services	5,000	N/A	-	-	N/A	5,000
Woodward (2)	Consulting Services	-	36,000	3,000	24,000	12,000	24,000
Zions Bancorporation (2)	Consulting Services	-	N/A	-	2,500	N/A	2,500
RS&H (3)	Environmental Impact Study (EIS) Services	339,782	AIP / PFC Funded	161,611	416,994	N/A	756,776
XI-3 Corporation (4)	Consulting Services	91,770	91,770	-	-	-	91,770
City of Burbank (5a)	Burbank Water & Power Aid-in-Construction Deposit	569,000	1,980,000	-	1,411,000	-	1,980,000
City of Burbank (5b)	Plan Check Services	-	344,124	-	344,124	-	344,124
Barclays Bank (6)	CP Program / LOC Bank	-	N/A	106,275	335,357	N/A	335,357
Sumitomo Mitsui (6)	CP Program / LOC Bank	-	N/A	104,701	328,324	N/A	328,324
Groundbreaking Ceremony	Various Expenses	-	N/A	-	45,908	N/A	45,908
Meetings	Various Expenses	30,026	N/A	-	-	N/A	30,026
Licenses & Fees	Various Expenses	4,276	N/A	3,999	4,218	N/A	8,494
TOTALS		\$ 25,592,158	\$ 297,611,931	\$ 15,020,401	\$ 45,110,599	\$ 235,207,216	\$ 70,702,757

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
Notes to Replacement Passenger Terminal Project Schedule
Project Costs as of March 2024

(1) Current authorized NTE Contract amounts represent Commission approved appropriations. The FY 2024 adopted budget includes appropriations of \$158,579,049 for the RPT project.

(1a) The Jacobs' authorized amount represents the following

Commission approved Task Orders against the Professional Services agreement to date:

Task Order 1 (Development of the Program Operations Manual) - \$1,419,896

Task Order 2 (Procurement of Progressive Design Builder) - \$1,463,250

Task Order 3 (Phase 2 Design and Pre-Construction Support Services) - \$10,438,765

(1b) These Professional Services contracts for technical, financial, and strategic airport services were presented and approved on August 28, 2023 to be effective July 1, 2023. These are multi-year support services contracts.

(1c) This Professional Services contract for geotechnical support was approved on September 1, 2022 to be effective August 1, 2022 through June 30, 2023.

(1d) In December 2022, the Commission approved an estimated \$55,000,000 for Task Order 1 for Phase 1 design services of the RPT project to develop the 60% design level and Guaranteed Maximum Price (GMP). Actual Phase 1 services were contracted at \$54,244,242 and are anticipated to be completed by April 2024.

FYTD March 2024, the Commission approved additional Task Orders to develop Component Guaranteed Maximum Prices for the following:

Task Order 2 (\$76,933,511) - Terminal Building Mechanical, Electrical, and Special Systems ("MEP"); Civil Site Work; Owner Allowances

Task Order 3 (\$19,280,948) - Phase 2 General Conditions

Task Order 4 (\$55,750,716) - Site Utilities; Terminal Structure Steel

Task Order 5 (\$74,290,109) - MEP Pt. 2; Terminal Structure Pt. 2; Interior Public Art; Phase 2 Design Services

(2) Legal services and professional services to be utilized on an as needed basis.

(3) RS&H expenditures are for the FAA's Written Re-evaluation of the construction noise section in the Environmental Impact Study as directed by the Ninth Circuit.

(4) XI-3 Corporation: RFP coordination and technical support services for the selection of the progressive design-builder.

Commission approved professional services agreement in July 2022 (NTE \$50,000) which was increased by an amendment in October 2022 to NTE \$96,000.

(5a) The Commission approved Aid-In-Construction payments with BWP for deposits as follows:

1) June 26, 2023 - \$494,000

2) September 18, 2023 - \$1,411,000

(5b) The Commission approved payment on October 16, 2023 in the amount of \$344,124 for a deposit with the City of Burbank for an independent contractor to undertake plan check services.

(6) LOC banks for the CP program.

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
Replacement Passenger Terminal Project (RPT)
FY 2024 Wire Transfers

Consultant/Vendor	Scope of Work	March 2024 Wire Transfers	FYTD 2024 (July - March) Wire Transfers	Project-to-date Total Wire Transfers
Barclays Bank (1)	CP Program / LOC Bank	106,275	335,357	335,357
Sumitomo Mitsui (2)	CP Program / LOC Bank	104,701	326,758	326,758
TOTALS		\$ 210,976	\$ 662,115	\$ 662,115

Notes

(1) Quarterly payment of \$106,275 was made on March 11,2024, to Barclays Bank PLC for the letter of credit maintenance fees.

(2) Quarterly payment of \$104,701 was made on March 11,2024, to Sumitomo Mitsui Banking Corporation for the letter of credit maintenance fees.

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
JULY 15, 2024**

**PROPOSED FOURTH AMENDMENT
AVIATION HANGAR LEASE
WARNER MEDIA, LLC**

Prepared by
Derrick Cheng
Assistant Manager, Business & Properties

SUMMARY

At its meeting on June 17, 2024, the Finance and Administration Committee voted unanimously (3–0) to recommend that the Commission approve the proposed Amendment to the Aviation Hangar Lease (“Lease”) with Warner Media. GTC Management Services, Inc., the aviation operating entity of Time Warner, was awarded a Lease in 2003 for three adjoining facilities in the northwest area of the Airport. As a result of the acquisition of Time Warner by AT&T Inc. (“AT&T”), completed on June 14, 2018, Time Warner became a wholly owned subsidiary of AT&T. Thereafter AT&T and Time Warner implemented a series of changes with the entities that oversee their aviation operation. During this period, the leased premises was reduced, the lease term was extended, and the Lease was transferred among affiliated entities through assumptions and assignments. Warner Media, LLC. (“Warner Media”), a wholly owned conglomerate of AT&T, is now the responsible entity managing the aviation operations and tenancy in the remaining leasehold (Hangar 37) and wishes to memorialize all changes to the Lease under one amendment.

BACKGROUND

In 2021, the Authority and AT&T Services amended the Lease to adjust the rent and extend the term for three years. This amendment also gave AT&T Services two three-year extension options subject to the Authority’s approval as memorialized in a written consent from the Executive Director. To exercise the first extension option, AT&T Services was required to give written notice to the Executive Director by November 30, 2023.

Under Section 9.1.2 of the Lease, on March 1, 2022, AT&T Services assigned the Lease to Warner Media. On November 3, 2023, Warner Media delivered a written notice of its desire to exercise the first of the two three-year extension options . The Executive Director issued an acceptance of this notice earlier this year. As such, the Lease now is set to expire on May 31, 2027.

In March 2024, Warner Media requested that all previous actions be memorialized through a lease amendment. In particular, Warner Media sought to memorialize the applicable increase in facility rent and to remove AT&T Services from any future obligation under the Lease based on the fact that Warner Media is the responsible entity for all flight operations and tenancy obligations in Hangar 37.

Warner Media is a tenant in good standing and has met all of its obligations under the Lease.

DETAILS

Items being memorialized under the proposed Amendment are:

- Premises: Hangar 37, comprised of 20,800 square feet of hangar space and 4,800 square feet of office space
- Use: Storage of general aviation aircraft
- Term: Three-year extension, extending its term through May 31, 2027
- Old Rent: \$667,828.57 per year
- New Rent: \$687,863.43 per year effective June 1, 2024
- Adjustments: Annually at a fixed 3% per year commencing June 1, 2025
- Release of Liability: AT&T is released of any potential claims under the Lease and Warner Media is responsible for all obligations, terms and conditions contained in the Lease.
- Other: Tenant responsible for all expenses related to occupancy including utilities, and its share of property insurance and taxes.

RECOMMENDATION

At its meeting on June 17, 2024, the Finance and Administration Committee voted unanimously (3–0) to recommend that the Commission approve the proposed Amendment with Warner Media and authorize the President to execute the same.

FOURTH AMENDMENT OF AVIATION HANGAR LEASE

THIS FOURTH AMENDMENT OF AVIATION HANGAR LEASE (this "Amendment") is dated May , 2024, and is entered into by and between the 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 ("Landlord"), and WARNER MEDIA, LLC, a Delaware limited liability company ("Tenant").

RECITALS

A. Landlord and GTC Management Services, Inc. (formerly known as GTC Aviation, Inc.) entered into an Aviation Hangar Lease dated as of June 1, 2003, an Amendment of Aviation Hangar Lease dated June 20, 2011, a Second Amendment of Aviation Hangar Lease dated February 21, 2017, and a Third Amendment of Aviation Hangar Lease dated May 26, 2021 (the "Third Amendment") (collectively, the "Lease") affecting premises (the "Premises") more particularly described in the Lease.

B. GTC Management Services, Inc. assigned the Lease to AT&T Services, Inc. ("AT&T") with the written consent of Landlord (given by a Consent to Assignment of Aviation Hangar Lease dated February 18, 2020).

C. AT&T then further assigned the Lease to Tenant by an Assignment and Assumption Agreement dated March 1, 2022 but with no release of liability of AT&T.

D. Landlord and Tenant desire to further amend the Lease and provide for a release of AT&T from liability under the Lease accruing effective as of May 31, 2024, as hereinafter set forth.

AGREEMENT

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Tenant and Landlord hereby agree as follows:

1. Extension of Term. The "Expiration Date" of the Lease is hereby extended to May 31, 2027. (This extension represents the first of the two extensions described in the Third Amendment.)

2. Rent. Notwithstanding any contrary provisions in Article 3 of the Lease, from June 1, 2024 through May 31, 2025, Annual Base Rent shall be \$687,863.43, payable in equal monthly installments of \$57,321.95. On June 1, 2025 and each anniversary thereof, Annual Base Rent shall be increased by three percent (3%) on a cumulative basis.

3. AT&T Release. Effective as of May 31, 2024, Landlord hereby agrees that it unconditionally and irrevocably, finally and completely releases, waives, covenants not to sue, acquits, and forever discharges AT&T of and from any and all rights, claims, controversies, disputes, liabilities, obligations, demands, damages, debts, liens, actions and causes of action,

counterclaims, suits, controversies and promises of any and every nature whatsoever, known or unknown, contingent or matured, foreseeable or unforeseeable, whether at law, by statute or in equity, in contract or in tort or otherwise, under state or federal or foreign jurisdiction, and whether or not the economic effects of such alleged matters arise or are discovered in the future, which Landlord has as of the date hereof or may claim to have in the future, in each case, with respect to claims arising out of or with respect to any of the terms and conditions of the Lease. The foregoing release is intended to be, and is, a full, complete and general release in favor of AT&T with respect to all rights, claims, controversies, disputes, liabilities, obligations, demands, damages, debts, liens, actions and causes of action, counterclaims, suits, controversies and promises and other matters regarding the Lease.

4. Maintenance and Repairs. Upon execution of this Amendment, the parties agree that Landlord shall, at Landlord's sole cost and expense, perform the following maintenance and repair requests within the Premises:

- Inspect and repair four (4) emergency lights located in the four corners of the hangar bay.
- Immediate and ongoing inspection of concrete flooring for pop outs throughout the hangar, which shall be addressed and repaired as needed.

5. Continuing Effect. Except as specifically modified hereby, the Lease shall remain unaffected and unchanged. The Lease is hereby ratified and affirmed by Landlord and Tenant and remains in full force and effect as modified hereby.

6. Counterparts. This Amendment may be executed in any number of counterparts each of which, when executed and delivered shall be deemed to be an original, and all of which, taken together, shall be deemed to be one and the same instrument.

7. Broker's Fees. Each party represents and warrants to the other that it has had no dealings with any person, firm, broker or finder in connection with this Amendment. The parties further agree to indemnify, protect, defend and hold the other harmless from and against claims and liability for compensation to any broker, finder or other similar party by reason of any dealings or actions of the indemnifying party, including any costs, expenses, and/or attorneys' fees reasonably incurred with respect thereto.

8. Time of Essence. Time is of the essence of each and every provision hereof.

9. Governing Law. This Amendment shall be governed by the laws of the state of California notwithstanding any applicable conflicts of laws rules or law.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of the date first written above.

LANDLORD:

BURBANK-GLENDALE-PASADENA
AIRPORT AUTHORITY, a public entity

By: _____
Print Name: _____
Title: _____

APPROVED AS TO FORM:

Terence Boga, General Counsel


TENANT:

WARNER MEDIA, LLC.,
a Delaware limited liability company

By: _____
Print Name: _____
Title: _____

**Acknowledged and Agreed as
to Paragraph 3 Only:**
AT&T

AT&T SERVICES, INC., a Delaware corporation

By: 
Print Name: Hamlet Orloski
Title: Lead Portfolio Mgmt/Transactions

IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of the date first written above.

LANDLORD:

BURBANK-GLENDALE-PASADENA
AIRPORT AUTHORITY, a public entity

By: _____
Print Name: _____
Title: _____

APPROVED AS TO FORM:

Terence Boga, General Counsel

TENANT:

WARNER MEDIA, LLC.,
a Delaware limited liability company

By: Lisa L. Harris
Print Name: Lisa L. Harris
Title: Chief Real Estate Officer

**Acknowledged and Agreed as
to Paragraph 3 Only:**

AT&T

AT&T SERVICES, INC., a Delaware corporation

By: _____
Print Name: _____
Title: _____

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
JULY 15, 2024**

**APPROVAL OF CHANGE ORDER REQUEST
PROFESSIONAL SERVICES AGREEMENT
RUNWAY SHOULDERS AND BLAST PAD REHABILITATION DESIGN (E22-11)**

Prepared by
Stephanie Gunawan-Piraner
Director, Engineering and Maintenance

SUMMARY

In February 2023, the Commission awarded a contract to RDM International Inc. (“RDM”) for design and engineering services related to the pavement rehabilitation of runway and taxiway shoulders as well as blast pad area. After the design and specifications were completed, the project was placed out to bid which resulted in responses from five firms that were significantly above the Engineer’s Estimate for this project. The proposed Change Order request is for RDM’s performance of value engineering and approach modifications in order for the Authority to rebid the project.

At its meeting on June 17, 2024, the Operations and Development Committee (“Committee”) voted (2–0) to recommend that the Commission:

- Approve a Change Order to the Professional Services Agreement (“PSA”) with RDM for design and engineering services in the amount of \$21,678 related to value engineering and project design and approach modifications;
- Approve a \$10,000 increase to project budget for project management services for a total of not-to-exceed amount of \$30,000; and
- Approve a \$30,000 increase in design contingency for a total of not-to-exceed amount of \$40,000.

BACKGROUND

On February 6, 2023, the Commission approved the award of contract to RDM in the amount of \$263,772 for the pavement rehabilitation design of runway and taxiway shoulders and the blast pad area at the north end of Runway 15. The design plans and specifications were completed in January 2024 and the project was subsequently advertised with an Engineer’s Estimate of \$3,615,596. This estimate was based on similar recent work at the airport and in the region. Additionally, this estimate incorporated a relatively conservative estimate for the asphalt unit cost to account for fluctuations in crude oil prices.

Five bids were received on February 20, 2024, with responses that ranged from the lowest at \$4.8 million to a high of over \$6.9 million, well over the Engineer’s Estimate.

Staff contacted all five firms that submitted bids for this project to gain insight into the discrepancy between the Engineer’s Estimate and their bid. Of the five firms, three responded and provided input for consideration. Based on Staff’s discussion with the

bidders, the project's complex phasing, with limited work area and work windows, creates inefficiencies that increase elements of the project materials and handling as well as labor costs.

PROJECT DESIGN SCOPE CHANGE DESCRIPTION

The proposed Change Order will incorporate feedback from the bidders to focus on increasing available hours of work and rephasing to optimize working shifts. It includes working with Staff for value engineering options and providing a revised set of plans, specifications, and estimates for rebidding. It also includes a rework of the FAA-required Construction Safety and Phasing Plan to be resubmitted for approval.

DESIGN MANAGEMENT AND CONTRACT ADMINISTRATION

Project design phase management is proposed to be performed by Staff for a not-to-exceed amount of \$30,000, an increase of \$10,000 from previous estimates. This total amount is approximately 10% of the engineering design costs. Engineering Staff oversees the design process and provides constructability review to ensure the project is compatible with the Authority's requirements.

FUNDING

The recently adopted FY 2025 Budget includes appropriations for this project including the proposed design work change order.

The project has partial funding approved under a Passenger Facility Charge ("PFC") Application 23-20-C-01-BUR. An amendment to this application will be undertaken in the future for additional FAA funding approval, if required.

SCHEDULE

The redesign phase of the project will commence upon approval of the Change Order with subsequent construction plans and specifications anticipated to be completed in the fourth quarter of calendar year 2024.

RECOMMENDATION

At its meeting on June 17, 2024, the Committee voted (2-0) to recommend that the Commission approve a Change Order to the RDM contract in the amount of \$21,678, an increase of \$10,000 for design management service not to exceed a total of \$30,000, an increase in the design contingency to a total not to exceed amount of \$40,000 and authorization for Staff to implement the proposed changes.

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
JULY 15, 2024**

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 Hampton serves as Treasurer and Commissioner Wilson 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 2024-2025 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 15, 2024**

**APPROVAL OF CHANGE ORDER REQUEST
ADDITIONAL PUBLIC ARTWORK OPPORTUNITY
DESIGN MODIFICATIONS AND INFRASTRUCTURE IMPLEMENTATION
REPLACEMENT PASSENGER TERMINAL**

Presented by Patrick Lammerding,
Deputy Executive Director, Planning and Development
and
Janice Lee, Deputy Program Manager
Jacobs, Project Management Company

SUMMARY

During the selection process for the Replacement Passenger Terminal (“RPT”) Art in Public Places sculptures, the Commission directed staff and the Program Manager to determine if an additional public artwork opportunity within the RPT could be made available to local area artists that may not possess past public artwork experience.

Working with the design-build team, staff and the Program Manager identified three locations within the RPT, more specifically the connectors in the gate concourse, which can be structurally modified to provide an additional public artwork opportunity. This design modification and infrastructure implementation work will need to be added to the design-builder’s scope. A proposed Change Directive to issue a Change Order for this task is attached.

At its special meeting on July 10, 2024, the Executive Committee voted unanimously (3–0) to recommend that the Commission approve a Change Order to Holder, Pankow, TEC – a Joint Venture (“HPTJV”) in the amount \$200,600 to perform the RPT design modification and infrastructure implementation necessary to create this additional public artwork opportunity.

BACKGROUND

At the direction of the Commission, staff, the Program Manager and the members of the design-build team worked to identify locations within the RPT which would provide an opportunity for local area artists to display their artwork. Staff and the Program Manager were further directed to develop a process for qualification, proposal and selection for this additional public artwork opportunity. This opportunity would specifically not require candidates to have past public artwork experience with selection focused primarily on artistic merit rather than on experience or education.

Based on the timeline of the RPT Project, it was determined that presenting the creation of this additional public artwork opportunity to the Committee and the Commission in two steps would be most efficient. The first step seeks approval of a Change Order to HPTJV for development of the necessary RPT infrastructure. The second step will seek approval of an artist outreach and selection program. Staff anticipates returning to the Committee in August with a proposal for such a program.

After exploration of several options of art media, and in consideration of durability, budget, and the flexibility for the Authority to potentially engage more artists in the future, the recommendation is to develop a series of five light boxes at each of the three modular connectors in the RPT. This would provide for fifteen light boxes with the option to rotate images. Light boxes are commonly used in public art and offer a high-quality opportunity yet affordable means to display 2-D artworks such as paintings, drawings, and photography, which are reproduced as illuminated transparencies. Light box dimensions will need to be coordinated for design integration with the design-build team to install the wall recesses and power at each connector location.

The estimated cost to implement the proposed infrastructure is \$200,600 which includes designing, integrating, fabricating and installing the lightboxes. Line-item details are listed below:

LINE ITEM	COST
Design Integration	\$25,000
Build Out	\$50,000
Light Box Fabrication & Installation	\$75,000
Art Consultant Coordination	\$10,000
Contingency	\$40,600
TOTAL	\$200,600

FUNDING

The cost for this proposed Change Order is not included in HPTJV’s Guaranteed Maximum Price and will require appropriations and approval from the Owner’s Contingency.

RECOMMENDATION

At its special meeting on July 10, 2024, the Committee voted unanimously (3-0) to recommend that the Commission approve a Change Order in the amount of \$200,600 to HPTJV to incorporate design modifications and infrastructure in the RPT to accommodate an additional public artwork opportunity.



CHANGE DIRECTIVE

PROJECT: Progressive Design-Build Services RPT Project
Hollywood Burbank Airport

CONTRACT NO: E22-03

CONTRACTOR: Holder, Pankow, TEC – Joint Venture
(HPT JV)

ADDRESS: 3300 Riverwood Parkway, 1200
Atlanta, GA 30339

CHANGE DIRECTIVE NO: 0XX

Date: 07/15/2024

CHANGE DIRECTIVE TITLE: OWNER DIRECTIVE – BGPAA Commission Decision -
Design Modifications and Infrastructure for Additional Artwork

Author: Janice Lee

CGMP No. N/A

Reference Documents:

CPCN No. 00XX

RFI No. N/A

Correction Notice: N/A

Other Reference Docs: See Attachment 1 hereto

Doc No. N/A

Bulletin No. N/A

- Prepare CCR for the Work described herein. When authorized by BGPAA, the subject work will be compensable as Extra Work. This request shall not be construed as authorization to proceed with the changed work prior to the issuance of a formal Change Order or subsequent change directive to commence with changed work unless otherwise directed and/or instructed (by the following check boxes).
- Proceed with the changed work as directed herein. (If this box is checked, describe pricing method under "Remarks" below)
- Other instructions as follows: Proceed with the changed work while pricing as Cost Reimbursable Work (see GC-56 para. C.5.).

Authorization

By:

Contracts Manager

By:

Project/Construction Manager

By:

Deputy Executive Director

Please consider CPCN-00XX as formal notice of cost and schedule impact due to the decision of the BGPAA Commission Meeting on 7/15/2024 for design modifications to the walls of the three modular connectors to accommodate the additional artwork. This includes recessing the walls, providing power to each location, and procurement and installation of lightboxes at each location. At the direction of the Commission, the Project Management Team and the Design-Build Team has worked to identify locations within the RPT which would provide an opportunity for public procurement and local area artists.

As presented to the Commission, this is estimated to require an addition of \$160,000, with a contingency of \$40,600 for unanticipated items. The lightbox dimensions will need to be further coordinated with the Design Team. Then, HPT will be able to finalize pricing for this change effort.

We understand this is a minimal change to design and there will be no schedule impact for re-design, procurement, and installation for such infrastructure. Design-Build Team is directed to move forward on re-design of drawings immediately.

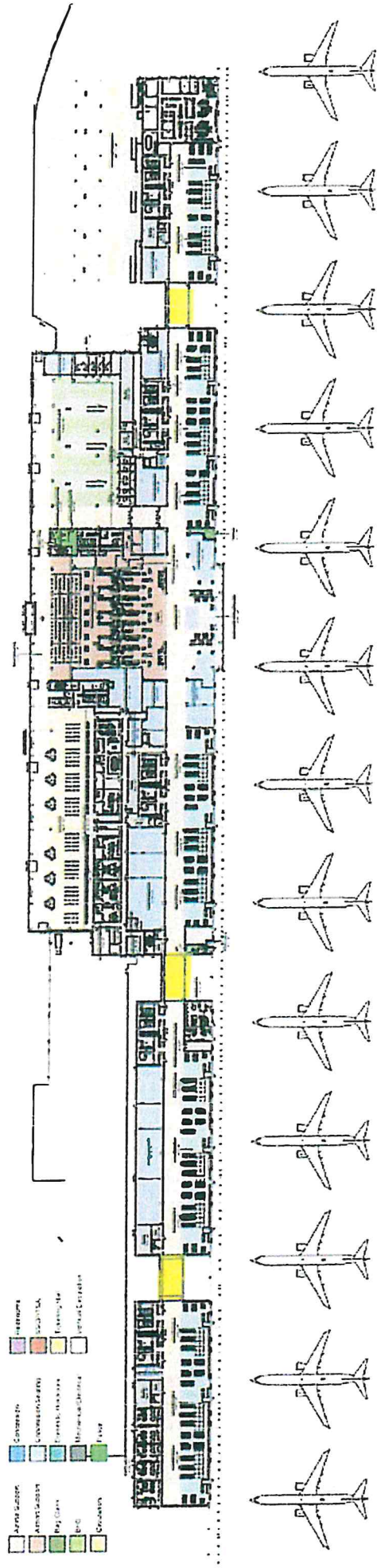
DRAFT

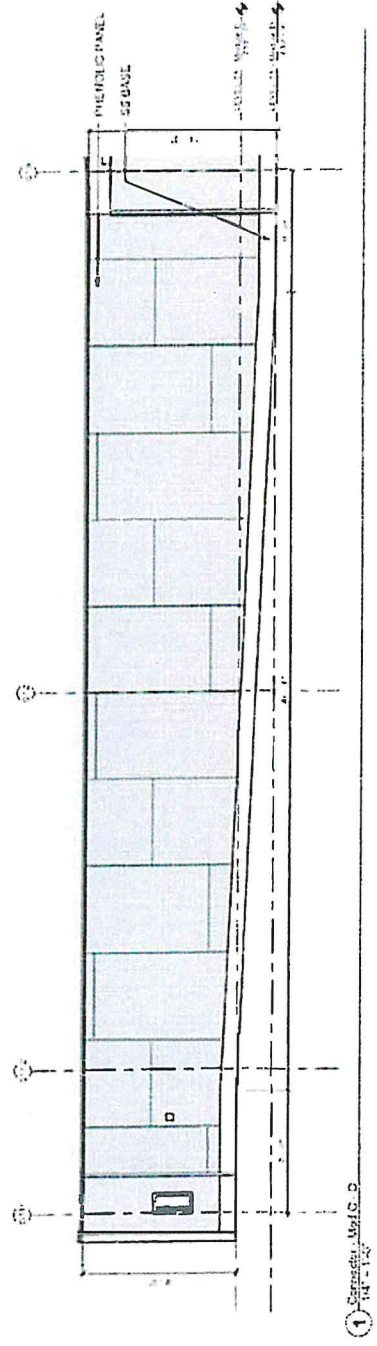
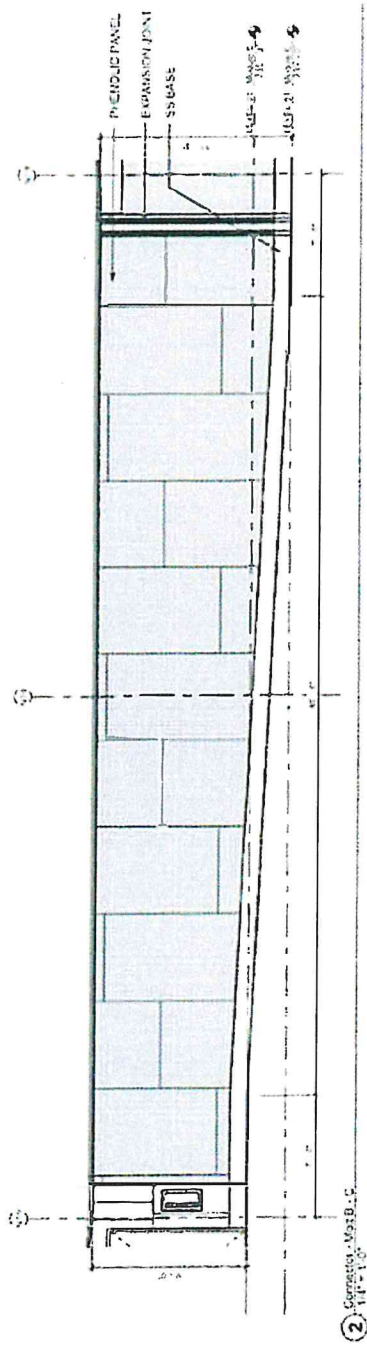
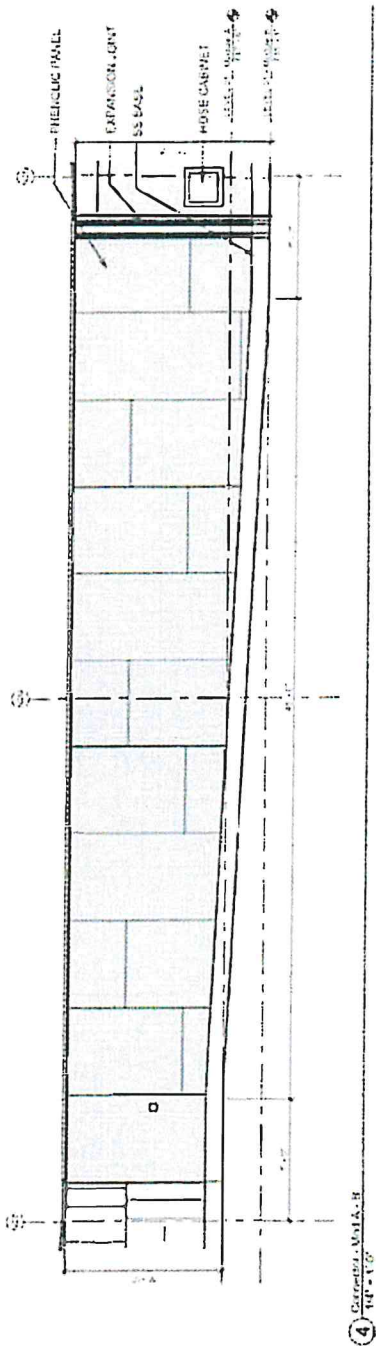
BUR RPT Additional Artwork Opportunity

Infrastructure

PHASE	LINE ITEM	COST1
Design	HPT Design Integration	\$ 25,000
	Art Consultant Coordination	\$ 5,000
Integration	HPT Build Out	\$ 50,000
	Light Box Fabrication & Installation x 15	\$ 75,000
	Art Consultant Coordination	\$ 5,000
	Contingency	\$ 40,600
	TOTAL	\$200,600.00

Locations





**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
JULY 15, 2024**

**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 Legal, Government and Environmental Affairs Committee (“Committee”) at its meeting immediately preceding the Commission meeting, Staff seeks approval from the Commission to award a Professional Services Agreement (“Agreement”), copy attached, 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 \$895,000 inclusive of media purchases and a task order-based program for airline and destination marketing.

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 has included a strategic general communications plan based on extensive market research, and the analytics generated from previous marketing and advertising efforts. Advertising purchases in both print and digital outlets have been utilized in conjunction with continued ongoing research and analysis of potential market interest.

Anyone Collective’s services are also employed for the outreach to airline network planning and marketing departments, along with airports and destination marketing organizations (“DMOs”) for the cities served by Hollywood Burbank Airport’s partner air carriers.

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”). In 2023, the Authority and Anyone Collective were awarded “Best Overall Marketing Program” for the “More Jet, Less Lag” campaign. The Authority and Anyone Collective previously received multiple awards for Brand Identity, Digital Advertising, Print Communications, and Overall Marketing Program. ACI-NA also honored Hollywood Burbank Airport with 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.

This year, Anyone Collective and Hollywood Burbank Airport received a “Gold Award” from the Association of Marketing and Communications Professionals and its MarCom

competition, one of the largest and most-respected creative competitions in the world. In 2019, Fodor's Travel named Hollywood Burbank Airport the "Best Airport in the United States". Each year since 2021, readers of the Los Angeles Daily News have voted Hollywood Burbank Airport as "Best Airport in Los Angeles".

Anyone Collective's services have also included technical support, maintenance and a layout refresh of the Hollywood Burbank Airport website and Replacement Passenger Terminal ("RPT") website. The Airport website, which has the largest outreach of all the Authority's marketing outlets, focuses on the key benefits of the Airport and provides up to date information pertinent to current and prospective customers.

PROPOSAL DETAILS

The proposed airport marketing activities for FY 2025 will continue to build on Hollywood Burbank Airport's established brand in the marketplace. With the momentum of a record year in passenger traffic, Anyone Collective and Staff will collaborate on strategically designed, hyper-targeted, measurable campaigns to encourage greater engagement from passengers and airlines.

With the opening of the RPT set for 2026, FY 2025 efforts will include accelerated focus on the convenience aspect of the Hollywood Burbank Airport brand. The objectives are: 1) to have regular and new passengers become aware of - and accustomed to - the brand; 2) to develop consumer loyalty based on that awareness; 3) to have customers understand the same experience will be available at the RPT. Anyone Collective and Staff will continue the work of 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.

FY 2025 activity will also include continued focus on retaining existing air services the air carriers are providing to the Airport. For FY 2025 the proposal includes a task order based joint advertising program with each of the Authority's air carrier partners, along with the mutually served airports and DMOs on a first come, first served basis. Together, Staff and Anyone Collective, will provide the airlines, airports and DMOs with an opportunity to collaborate on advertising and marketing efforts that will incorporate the specific airline, airport and destination brands and the Hollywood Burbank Airport brand. For this portion of the program, a joint marketing proposal would be presented to and authorized by the Executive Director up to the limits of the program.

The FY 2025 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, air carriers, airports and DMO's
- Website management – Airport and RPT
- New digital content production
- Social media strategies and campaign execution
- Advertising campaigns
- Media buy negotiation and planning
- Presentation development
- Copywriting
- Art direction
- Graphic design

To summarize, the Airport Marketing and Advertising Program for FY 2025 is made up of five 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; iv) implementation of specific joint marketing efforts between airlines, airports, and DMOs; and v) technical management and maintenance of websites for the Airport and the RPT. The chart below breaks down the not-to-exceed limit for each of the proposed activities in FY 2025.

Strategic Development	\$ 80,000
Marketing and Advertising Services	\$ 315,000
Media – Digital	\$ 90,000
Media – Print	\$ 60,000
Media – Social Media	\$ 110,000
Task Orders	<u>\$ 190,000</u>
Subtotal	<u>\$ 845,000</u>
Website Maintenance	\$ 50,000
Total	<u>\$ 895,000</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 2025 budget.

RECOMMENDATION

Subject to the recommendation of the Committee at its meeting immediately preceding the Commission meeting, Staff recommends that the Commission award the proposed Agreement to Anyone Collective for the services describe above in support of the Authority's FY 2025 Airport Marketing and Advertising program with an amount not to exceed of \$895,000 and that the President be authorized to execute the same.

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

THIS PROFESSIONAL SERVICES AGREEMENT (“Agreement”) is dated July 15, 2024 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.

RECITALS

A. The Authority owns and operates the Bob Hope Airport (commonly known as Hollywood Burbank Airport) (“Airport”) and desires to retain Consultant as an independent contractor to provide the following professional services: FY 2025 airport marketing consulting, website maintenance, and media purchase 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. “Airport Rules and Regulations”: July 1, 2023 Airport Rules and Regulations or any successor adopted by the Authority Commission.

B. “Budget”: the FY 2025 budget set forth in the Proposal.

C. “Commencement Date”: July 1, 2024.

D. “Contract Administrator”: Nerissa Sugars or a duly authorized designee.

E. “Contract Limit”: \$895,000 (inclusive of commission for media spends).

F. “Executive Director”: Frank R. Miller or a duly authorized designee.

G. “Expiration Date”: June 30, 2025.

H. “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.

I. “Indemnites”: the Authority, TBI, the Cities of Burbank, Glendale and Pasadena, and the respective officers, agents, employees and volunteers of each such entity.

J. “Insurance Requirements”: the insurance requirements set forth in the attached Exhibit B.

K. “Proposal”: Consultant’s June 10, 2024 proposal attached as Exhibit A.

L. “Services”: the tasks set forth in the Proposal.

M. “TBI”: TBI Airport Management, Inc.

2. Services.

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

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

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

3. Term.

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

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

4. Compensation.

A. The Authority shall compensate Consultant for performance of the Services, and Consultant agrees to accept as full satisfaction for such work, payment as follows: (i) a blended hourly rate of \$275 for creative services, website maintenance services, and task order (B2B and Destination marketing) services; and (ii) a 15% commission on the Authority’s overall media spend. Additionally, the Authority shall reimburse Consultant’s travel costs related to the task order services. 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. Airport Rules and Regulations. Consultant shall comply with the Airport Rules and Regulations. Consultant acknowledges that the Airport Rules and Regulations are available on the Authority's webpage (hollywoodburbankairport.com), and Consultant may obtain a hard copy from the Authority upon request. Violations of the Airport Rules and Regulations by Consultant or its personnel shall be punishable as stated in the Airport Rules and Regulations including by administrative fines.

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

Manager

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)

ANYONE™



**Hollywood
Burbank**
Airport

Hollywood Burbank Airport
FY 2025 Proposal (July 2024 – June 2025)

June 10, 2024



To: Frank Miller, John Hatanaka, Kathy David, Nerissa Sugars
From: Anyone™ Collective
Date: June 10, 2024
SUBJECT: FY 2025 Proposal
PROPOSAL ID: 240610—GSa

Please find attached the proposal for the working relationship between Hollywood Burbank Airport and Anyone™ Collective on the FY 2025 Advertising & Marketing Strategy. This proposal outlines deliverables for FY 2025, 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. The entire Anyone™ team is very excited and we look forward to continuing our journey together.

As always, our partnership with Hollywood Burbank Airport is important to us, and we cannot wait to get started on FY 2025.

Simply put, we believe the work we've done together in previous years has built the proper foundation to pick up where we left off. We are very ready to do so. Thank you again for the opportunity!

Please let us know if you have any questions or comments.

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.

FY 2025: Introduction

The goal of FY 2025 (“FY25”) is to continue to expand and strengthen the branding foundation established in prior phases to ensure continued growth for the Airport.

Unique to FY25, 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 FY25 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 FY25, we will focus on both Business to Consumer (“B2C”) and Business to Business (“B2B”) marketing and branding efforts. We will also be ready to activate awareness and informative messaging based on any unforeseen crisis (e.g. disruptions in travel industry) – identifying and creating and necessary communications on behalf of the airport, the airlines, and travelers.

Strategically designed, hyper-targeted, measurable campaigns will 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.

FY25 will provide continued support to Hollywood Burbank Airport for the successful implementation of its branding and marketing goals, which includes the following:

- Increase passenger levels.
- Build upon Airline Marketing, and overall marketing, advertising, and branding efforts.

- Provide the Airport with a geographic identity that speaks to the local and regional community, passengers east of the Rockies, and 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-specific 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 to 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 option and number one airport.

FY 2025 Includes:

1. Target Strategy Overview

The following strategy breakdown is a continuation of the strategies set in place from previous years. In FY25, we define the prioritized target markets and consumers, including B2B, B2C, and airline marketing. The goal is to continue to build on the investment made in prior years and identify new markets and new creative directions—all in collaboration between Airport staff and agency. This team approach will ensure we stay 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 Breakdown

- A. Hyper-targeted Creative and Messaging
 - Leisure, business and bleisure travelers
 - Event focused campaigns
 - Seasonally focused campaigns
 - Geographically focused campaigns
- B. Calls-to-action and Engagements
 - Airport key benefits (i.e. convenience, transportation center, rental car, parking, amenities, new airlines, new routes, key air service partnerships, etc.)
 - 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, etc.)
- C. Digital Content Creation and Touch Points
 - 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.

D. Airline Marketing Target Strategy

- Utilize targeted brand messaging to support airline marketing efforts.
- Continue to grow strategies that focus on airline marketing to support B2B development for the airport.
- Work with Airport staff to create airline marketing-targeted materials, including collateral, deck presentation templates, custom presentations, 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™ has provided plans for effective execution of initial campaigns for Hollywood Burbank Airport along with a projected plan for future placements. In FY25, analytics gathered from the initial campaigns combined with continued exploration in marketing and advertising research will inform updated plans that detail targets, define messaging, and determine the appropriate creative direction for branding materials. Our overall digital plan will leverage our partnership with the Airport and will incorporate collaboration 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 FY25, Anyone™ will explore new opportunities that continue to open up as a result of added service connections. 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 FY25, 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 Hollywood Burbank Airport continues to reinforce its cohesive look and feel. With the initial creative direction 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, and conduct additional exploration of national and global markets that have opened up as a result of added connecting cities to determine an appropriate creative direction for FY25.

- 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 define the artwork for the deliverables. Below are 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 creative campaign assets from Deliverable 2, combining research garnered in previous years and new research, and continuing long-standing relationships with media distributors, Anyone™ will build a multi- platform media plan that provides the highest impact with the lowest budget. The key focus for FY25 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 30% 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 FY25. This plan will engage existing and new customers for the Airport. In FY25, the strategy will focus on well-managed social media targeted advertisements. Quarterly progress reports will be developed so 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 engagement of customers, 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 review, Anyone™ will continue community management efforts for the Airport throughout FY25, engaging with a concerted focus on all travel segments ie: Business, Leisure and Bleisure, we can connect in real-time with the Airport's community. We will collaborate with Airport staff to create a monthly content schedule that defines that months 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.
- **Engaging:** The goal will be to keep the Airport's brand and personality consistent, while adapting to social media trends and content. FY25 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 - hollywoodburbankairport.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 the site core is running on the latest security technologies, avoiding outdated software that can contain vulnerabilities
 - XML sitemap monitoring to ensure crawl-ability and index-ability 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 remainder of the current fiscal year—beginning July 1, 2024 and ending June 30, 2025.

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. FY 2025 Marketing and Advertising SOW Ongoing Brand Support

Anyone™ will provide continued ongoing brand support as described in the pricing grid (next page) under “Marketing and Advertising SOW (Scope of Work).” 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, 2024.

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

FY 2025 Proposed Budget

FY25 Strategic Development - Creative Services	
1. Research & Development FY25	\$30,000.00
2. Strategy/Plan Including Airline Marketing (B2B)	\$30,000.00
3. Quarterly Reporting—Progress Report and Analytics Review	\$20,000.00
Strategic Development Subtotal:	\$80,000.00
FY25 Marketing and Advertising SOW Ongoing Brand Support - Creative Services	
1. Campaign Creation and Executions	\$315,000.00
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	
Ongoing Brand Support - 12 Months Subtotal:	
FY25 Advertising/Media Plan/Ad Buying/Promotions	
1. Digital Advertising—Consumer Target—Google AdWords	\$90,000.00
2. Print Advertising—Consumer Target	\$60,000.00
3. Social Media Advertising/Community Management—Consumer Target—Facebook, Instagram	\$110,000.00
Advertising - 12 Months Subtotal:	\$260,000.00
Website Maintenance	
Maintenance of www.hollywoodburbankairport.com	\$25,000.00
Maintenance of www.elevatebur.com	\$25,000.00
Website Subtotal:	\$50,000.00
Task Orders	
B2B Airline Marketing Content Creation, Design, and Executions Collaborative Meetings, Associated Travel	\$190,000.00
Task Orders Subtotal:	\$190,000.00
FY 2025 Grand Total:	\$895,000.00

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 that will eliminate confusion and make the billing portion of this estimate easy to consume.

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 FY25.

Execution Milestones

1. Strategic Airline Marketing FY25 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, a digital project management software will be implemented to assist in overall project management and communications between appointed Client and Anyone™.

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 Indemnitee before the Indemnitee'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

References in this Exhibit to “Contractor” shall be deemed to refer to Consultant.

1. General Civil Rights Provisions

A. In all its activities within the scope of its airport program, the Contractor agrees to comply with pertinent statutes, Executive Orders, and such rules as identified in Title VI List of Pertinent Nondiscrimination Acts and Authorities to ensure that no person shall, on the grounds of race, color, national origin (including limited English proficiency), creed, sex (including sexual orientation and gender identity), age, or disability be excluded from participating in any activity conducted with or benefiting from Federal assistance.

B. This provision is in addition to that required by Title VI of the Civil Rights Act of 1964.

C. The above provision binds the Contractor and subcontractors from the bid solicitation period through the completion of the contract.

2. Civil Rights – Title VI Assurance

A. 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 USC § 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 USC § 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 USC § 794 et seq.), as amended (prohibits discrimination on the basis of disability); and 49 CFR part 27 (Nondiscrimination on the Basis of Disability in Programs or Activities Receiving Federal Financial Assistance);

5. The Age Discrimination Act of 1975, as amended (42 USC § 6101 et seq.) (prohibits discrimination on the basis of age);

6. Airport and Airway Improvement Act of 1982 (49 USC § 47123), as amended (prohibits discrimination based on race, creed, color, national origin, or sex);

7. The Civil Rights Restoration Act of 1987 (PL 100-259) (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 (42 USC § 12101, et seq) (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) as implemented by U.S. Department of Transportation regulations at 49 CFR parts 37 and 38;

9. The Federal Aviation Administration’s Nondiscrimination statute (49 USC § 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 (ensures nondiscrimination 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. 74087 (2005)];

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 USC § 1681, et seq).

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

1. Compliance with Regulations: The Contractor (hereinafter includes consultants) 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.

2. Nondiscrimination: The Contractor, with regard to the work performed by it during the contract, will not discriminate on the grounds of race, color, national origin (including limited English proficiency), creed, sex (including sexual orientation and gender identity), age, or disability in the selection and retention of subcontractors, including

procurements of materials and leases of equipment. The Contractor 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.

3. Solicitations for Subcontracts, including Procurements of Materials and Equipment: In all solicitations, either by competitive bidding or negotiation made by the Contractor 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 the Contractor of the contractor's obligations under this contract and the Nondiscrimination Acts and Authorities on the grounds of race, color, or national origin.

4. Information and Reports: The Contractor 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 Sponsor 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, the Contractor will so certify to the Sponsor or the Federal Aviation Administration, as appropriate, and will set forth what efforts it has made to obtain the information.

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

- a. Withholding payments to the Contractor under the contract until the Contractor complies; and/or
- b. Cancelling, terminating, or suspending a contract, in whole or in part.

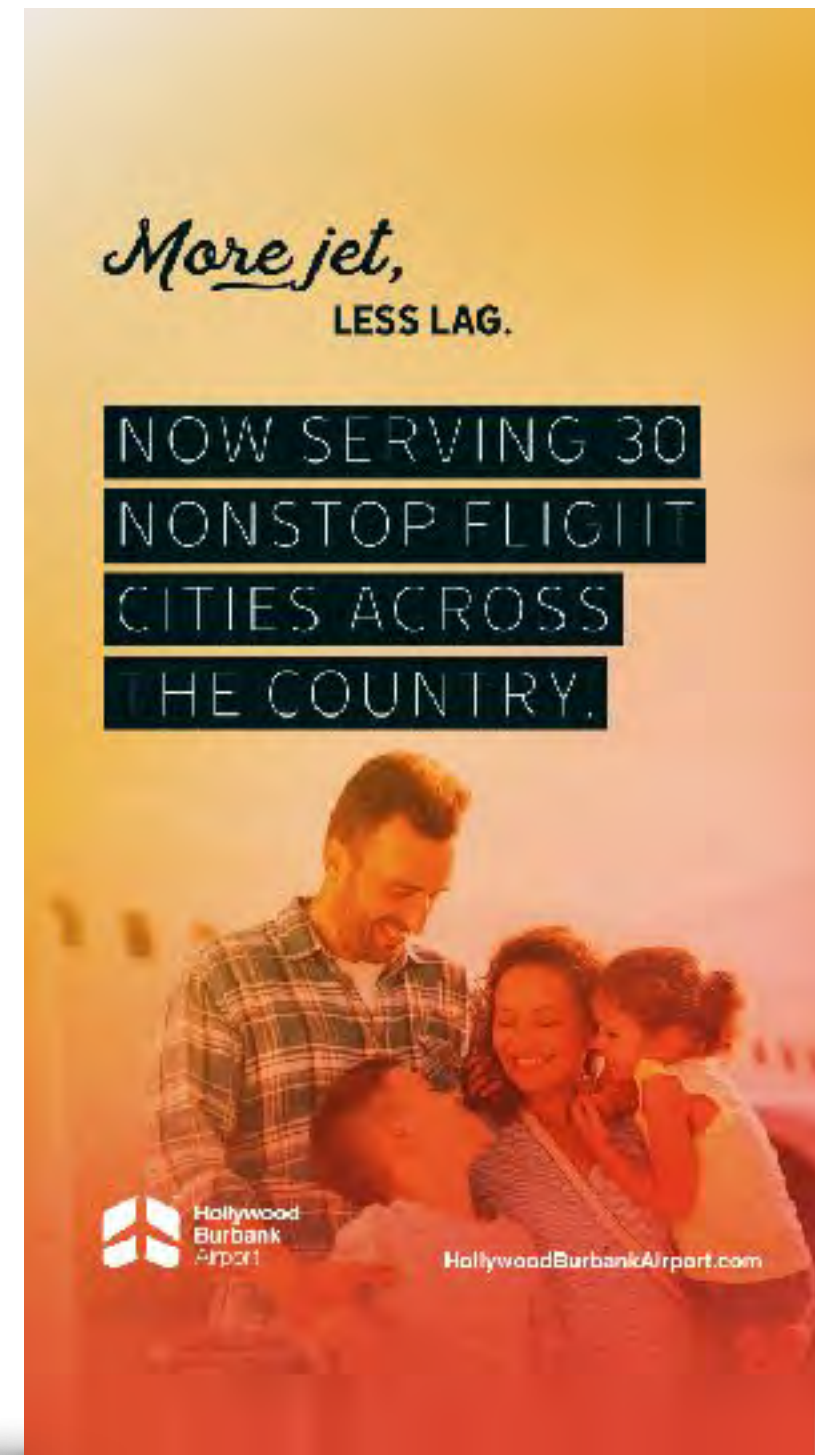
6. Incorporation of Provisions: The Contractor will include the provisions of paragraphs one through six in every subcontract, including procurements of materials and leases of equipment, unless exempt by the Acts, the Regulations, and directives issued pursuant thereto. The Contractor will take action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



Hollywood Burbank Airport + Anyone™ Collective FY25 Marketing, Advertising + Branding.

2024 Digital Advertising

Ads created and placed in 2024 - Digital (Phones), Online (Websites), Social Media Sites (Instagram, Facebook, ETC.)

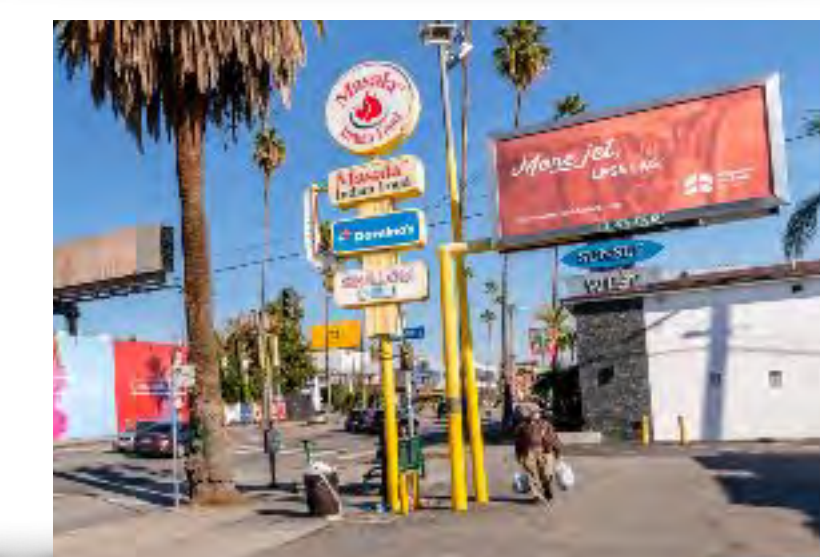


2024 Print Advertising

Local and regional billboard ads in LA, printed ads in Pasadena Weekly, LA Weekly, and other local publications.

More jet,
LESS LAG.

THE QUICKEST WAY
FROM THE STARS
TO THE STRIP.





Awards & Accolades

We are proud to have been recognized for some major marketing and advertising awards recently. There are many people to thank for their hard work in helping our airport get the recognition it deserves and we are proud to get to wear these badges of honor.



EXCELLENCE IN AIRPORT
MARKETING COMMUNICATIONS &
CUSTOMER EXPERIENCE AWARDS



2023

HOLLYWOOD BURBANK AIRPORT
OVERALL MARKETING PROGRAMS
MEDIUM AIRPORTS
WINNER



2023

PARTNERING WITH CARRIERS
WINNER



MORE JET, LESS LAG
ADVERTISING & MARKETING
CAMPAIGN WINNER



MORE JET, LESS LAG
ADVERTISING & MARKETING
DIGITAL CAMPAIGN WINNER

More jet,
LESS LAG.™



BEST AIRPORT IN
LOS ANGELES SINCE 2021

Future - FY25

More Jet, Less Lag - In 2025 we will focus on the convenience aspect of our brand as we move towards the new terminal and the new future of Hollywood Burbank Airport! "More Jet, Less Lag" will become the airport's tagline, versus just an advertising headline. It will drive home the idea that this new terminal will maintain the convenience that our airport has been known for for many many years.

More jet,
LESS LAG.™



Future Events & Targets

Local and regional billboard ads in LA, Pasadena Weekly, LA Weekly and other local publications.

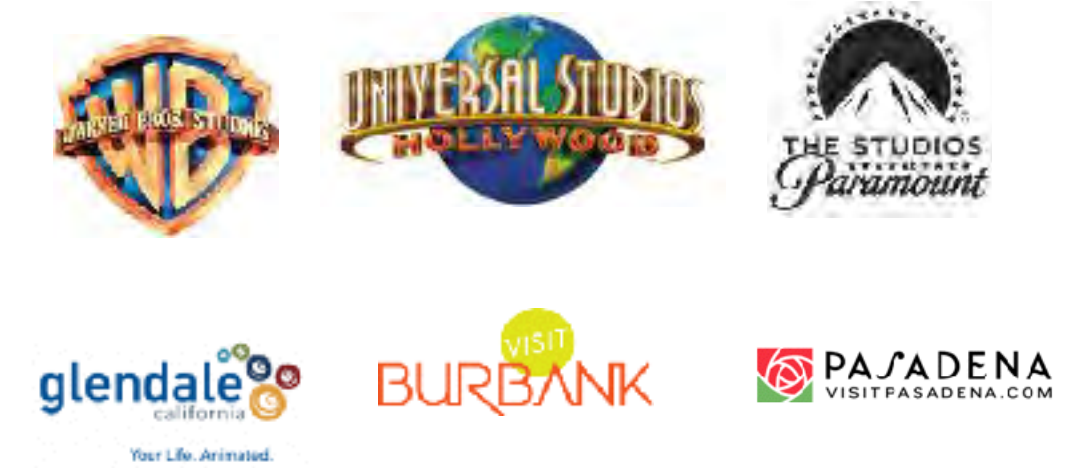
SPORTS



CONCERTS



EVENTS



Sporting Events.

As we prepare marketing and advertising strategies for the future we pay close attention to major sporting events at every level. From major league professional sports, to collegiate sports, to the high school level, its important to pay attention to potential travelers that may seek to attend every level of event and for our strategy to keep a close eye on these events.

Concerts and Events.

Through our studies we have found that people travel to see certain artists or events that take place specifically in major metropolitan areas. Los Angeles is that, our local venues are that, so again, we pay close attention to seek out potential travelers who we believe should be aware of Hollywood Burbank Airport and its geographic location, in proximity to many great event locations.

Points of Interest and Collaborations.

Many great and unique locations are very close to Hollywood Burbank Airport, and above we name only a few. The idea is to collaborate with our city partners to ensure travelers are aware of the location of our airport in proximity to these wonderful POIs. Together with our city's tourism associations we believe it to be a good strategy to collaborate on "Things To Do" events in our proximity.

ANYONE™

Thank you.

URL
WWW.WEAREANYONE.COM

EMAIL
CONNECT@WEAREANYONE.COM

PHONE
626.768.0803

VISIT US
99 PASADENA AVE. SUITE 1
SOUTH PASADENA, CA 91030



Approval of Change Order Request Runway Shoulder and Blast Pad Rehabilitation

Presented to
Burbank-Glendale-Pasadena Airport Authority
July 15, 2024

Presented by
Stephanie Gunawan-Piraner
Director, Engineering and Maintenance

Project Areas

