



February 3, 2012

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

NOTICE is hereby given that a regular meeting of the Legal, Government and Environmental Affairs Committee will be held Wednesday, February 8, 2012, at 8:30 a.m., in the Burbank Room of the Bob Hope Airport, 2627 Hollywood Way, Burbank, California 91505.

The items to be discussed are listed on the attached agenda.

Sue Loyd, Board Secretary
Burbank-Glendale-Pasadena Airport Authority

REGULAR MEETING
OF THE
LEGAL, GOVERNMENT AND ENVIRONMENTAL AFFAIRS COMMITTEE

Burbank Room
Wednesday, February 8, 2012
8:30 A.M.

NOTE TO THE PUBLIC: Any discloseable 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 Bob Hope Airport (2627 Hollywood Way, Burbank) in the administrative office during normal business hours.

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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

1. Public Comment
2. Approval of Minutes
 - a. December 7, 2011 **[See page 1]**
3. Contracts and Leases
 - a. Amendment of Work Order
Residential Acoustical Treatment Program
Design and Construction Management
 - Staff Report Attached **[See page 4]**

Staff seeks a Committee recommendation to the Authority for approval of Amendment No. 2 to the Professional Services Agreement through the attached Work Order III-3A with Wyle Laboratories. This Amendment will allow for continued design and construction management services at the same rate of compensation as in place under the existing agreement for the Authority's ongoing Residential Acoustical Treatment Program, on a month-to-month basis for the period commencing March 1, 2012, not to extend

beyond June 30, 2012, while an ongoing Request for Qualifications process for the overall program is completed. Monthly compensation for Wyle's services is proposed to be on a time-and-materials basis not to exceed \$129,074, subject to quarterly adjustment to reflect actual labor hours.

4. Items for Information

a. Part 150 Study Update

No staff report is attached. Staff will brief the Committee on the status of the Part 150 Study Update.

b. Update on Ground Access Study

No staff report is attached. Staff will update the Committee regarding progress of the Ground Access Study and will discuss with the Committee a supplemental transit-oriented development planning grant opportunity soon to be announced by Metro.

5. Other Legal, Government and Environmental Matters

6. Closed Session

a. Conference with Real Property Negotiators
(California Government Code Section 54956.8)

Property: Bob Hope Airport Leaseholds
Authority Negotiator: Executive Director
Negotiating Parties: Enterprise Rent-a-Car Company of Los Angeles, LLC;
The Hertz Corporation; Avis Budget Car Rental LLC;
Budget Rent a Car of Southern California; DTG Operations;
Fox Rent A Car; and Midway Car Rental
Under Negotiation: Price and Terms of Payment

Property: Bob Hope Airport Leasehold
Authority Negotiator: Executive Director
Negotiating Party: American Airlines
Under Negotiation: Price and Terms of Payment

Property: Bob Hope Airport Leasehold
Authority Negotiator: Executive Director
Negotiating Party: AVJET Corporation
Under Negotiation: Price and Terms of Payment

Property: Bob Hope Airport Leasehold
Authority Negotiator: Executive Director
Negotiating Party: D & L Studio Transportation Inc. dba Desmond's
Studio Production
Under Negotiation: Price and Terms of Payment

Property: B-6 Property Easements
Authority Negotiator: Executive Director
Negotiating Party: City of Burbank
Under Negotiation: Price and Terms of Payment

- b. Conference with Legal Counsel – Existing Litigation
(California Government Code Section 54956.9(a))

Name of Case: In re Petition of Burbank-Glendale-Pasadena Airport Authority for Order Permitting Entry on Property (Union Pacific) (Case No. BS131944)

- c. Conference with Legal Counsel – Anticipated Litigation

Initiation of Litigation (California Government Code Section 54956.9(c)): One potential case: Noise Variance Application to Department of Transportation, Division of Aeronautics

Significant Exposure to Litigation (California Government Code Section 54956.9(b)): One potential case. Facts and Circumstances: Maintenance Department Claim

7. Adjournment

Subject to Approval

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

WEDNESDAY, DECEMBER 7, 2011

A regular meeting of the Legal, Government and Environmental Affairs Committee was called to order this date in the Burbank Room of the Burbank-Glendale-Pasadena Airport Authority, 2627 Hollywood Way, at 8:30 a.m., Burbank, California, by Chairman Wiggins.

ROLL CALL

Present: Commissioners Wiggins and Quintero

Absent: Commissioner Madison

Also Present: Staff: Dan Feger, Executive Director; John Hatanaka, Deputy Executive Director; Monica Newhouse-Rodriguez, Deputy Executive Director, Facilities and Planning; Mark Hardymont, Director of Noise and Environmental Programs; Victor Gill, Director of Public Affairs and Communications; Lucy Burghdorf, Public Relations and Government Affairs Manager; and Maggie Martinez, Manager, Noise and Environmental Programs

Authority Counsel (via teleconference): Tom Ryan of McDermott of Will & Emery and Terence R. Boga of Richards, Watson & Gershon

Martin M. Cooper, President, Cooper Communications, Inc.

1. Public Comment There were no public speakers.

2. Approval of Minutes

a. November 9, 2011 Commissioner Quintero moved approval of the minutes of the November 9, 2011, meeting. There being no objection, the minutes were approved 2-0 (1 absent).

3. Contracts and Leases

a. Award of Contract, Project Number E11-14, Residential Acoustical Treatment Program Module 12-11 Module 12.11 acoustically treats 31 single-family residences, nine of which are located in Burbank, four are located in North Hollywood, and 18 are located in Sun Valley.

Staff solicited sealed bids for Module 12.11 by advertising in the *Dodge Construction News* and in 21 local, minority and

small business newspapers. Bid notices were also posted on the Authority and Pasadena websites and in the Burbank, Glendale and Pasadena city halls.

Bids were opened publicly on October 6, 2011, and eight bids were received, ranging from \$849,400 to \$919,450. The low bidder, Harry H. Joh Construction, has not performed work at Bob Hope Airport previously. However, it has experience in similar acoustical treatment programs at Los Angeles World Airports, and references were checked on the company and were found to be acceptable.

The Engineer's estimate for this module was \$844,000, or an average of \$27,226 per home. This average amount was based on unit prices from previous RATP modules for single-family residences. This estimated amount is slightly lower than the actual bid average cost for Module 12.11 of \$27,400 per home.

Funding for this module is included in the FY 2012 budget line item that allocates \$7,100,000 for residential acoustical treatment. Funding will come from existing Federal Aviation Administration Airport Improvement Program ("AIP") Grant No. 3-06-0031-44, Passenger Facility Charges ("PFC") and Authority general funds. PFC funds will be used to cover the sponsor's 20% AIP grant match and Authority funds will be used to cover costs for ineligible expenses (primarily reimbursement to single-family residence participants for building code deficiency corrections up to \$7,500).

Staff recommended to the Committee that it recommend to the Authority award of contract for RATP Module 12.11 to Harry H. Joh Construction, Inc. in the amount of \$849,400, plus authorize an approximate 5% contingency, not to exceed \$42,470, to permit Staff to approve any changes in scope that should arise during the course of construction.

Motion

Commissioner Quintero moved approval of Staff's recommendation.

Motion Approved

The motion was approved 2-0 (1 absent).

4. Items for Discussion

a. Design Construction Management, Professional Services Agreement for Residential Acoustical Treatment Program

Staff briefed the Committee on the status of the RATP and provided updated statistics for the overall program as of September 30, 2011.

The Airport Authority's second five-year professional services agreement with Wyle Laboratories for design and construction management for the Residential Acoustical Treatment Program will expire February 28, 2012. Staff had hoped to obtain a waiver from the Federal Aviation Administration ("FAA"), extending the agreement for an additional one-year period, and this request was initiated in the summer of 2011. Staff has, however, received notification from the FAA denying Staff's waiver request and instructing the Authority to seek new qualifications-based proposals for the program as it believes there are too many properties within the eligibility area that have not been treated to allow for completion of the program by the end of 2012. Staff is in the process of preparing a Request for Qualifications ("RFQ") for distribution. A copy of the finalized RFQ will be routed to Staff and the FAA for review and comments.

5. Other Legal, Government and Environmental Affairs Matters

This item was not discussed

6. Closed Session

The meeting recessed to closed session at 8:50 a.m. to consider the items listed on the closed session agenda and to confer with legal counsel regarding existing and potential litigation.

The meeting reconvened to open session at 9:50 a.m. with the same Commissioners present. Chairman Wiggins announced that there was no reportable action taken in closed session.

7. Adjournment

There being no further business, the meeting was adjourned at 9:50 a.m.

STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
LEGAL, GOVERNMENT AND
ENVIRONMENTAL AFFAIRS COMMITTEE
FEBRUARY 8, 2012

AMENDMENT OF WORK ORDER
RESIDENTIAL ACOUSTICAL TREATMENT PROGRAM
DESIGN AND CONSTRUCTION MANAGEMENT

SUMMARY

Staff seeks a Committee recommendation to the Authority for approval of Amendment No. 2 to the Professional Services Agreement through the attached Work Order III-3A with Wyle Laboratories. This Amendment will allow for continued design and construction management services for the Authority's ongoing Residential Acoustical Treatment Program ("RATP"), on a month-to-month basis for the period commencing March 1, 2012 not to extend beyond June 30, 2012, while an ongoing Request for Qualifications process for the overall program is completed. Monthly compensation for Wyle's services is proposed to be on a time-and-materials basis not to exceed \$129,074, subject to adjustment to reflect actual labor hours expended on a quarterly basis. This rate of compensation is identical to that currently in place under the existing agreement.

BACKGROUND

Through December 31, 2011, the Authority has received \$75,045,865 in federal grants for residential acoustical treatment and has provided sound insulation to a total of 1,859 parcels consisting of 2,123 units in the communities of Burbank, North Hollywood and Sun Valley, with another 246 units in design or under construction. Staff continues to aggressively pursue all remaining eligible property owners.

On February 17, 2007, the Authority entered into a work-order based Professional Services Agreement with Wyle Laboratories and in March 2010 exercised renewal options for years four and five ("Current Agreement") for design and construction management services for the ongoing RATP program. To reflect the fact that the Authority was also conducting a Part 150 Update which would result in new Noise Exposure Maps which serve as the basis for RATP eligibility, Staff originally sought FAA approval to extend the existing agreement with Wyle for an additional one-year term.

This recommendation was supported locally by the FAA's Los Angeles Airport District Office. However, in late November Staff received the attached letter indicating that following review, FAA Headquarters denied the request and, in turn, instructed that the Airport seek new qualifications-based proposals for the program.

GRANT FUNDING

RATP funding is primarily derived from federal grants, with a 20% matching share using Passenger Facility Charge ("PFC") funds as well as Authority funds for code deficiency correction. The Authority currently has sufficient grant funding to cover all of the costs

associated with all of the eligible single-family homes that have expressed an interest in participating in the program.

PROPOSAL

Staff proposes to issue an amendment to the Wyle Laboratories Professional Services Agreement extending the term on a month-to-month basis, however, not beyond June 30, 2012, at the same terms and compensation as established under the existing agreement while the consultant selection process is completed. A qualifications-based competitive selection process is currently well under way; a pre-proposal meeting was held on January 19, 2012, and qualifications statements are due on February 16, 2012.

FUNDING

This project will be funded in FY 2012 from the \$7,100,000 capital improvement budget line item for acoustical treatment. The source of funds includes Authority funds, PFC funds and Discretionary AIP funding.

STAFF RECOMMENDATION

Staff seeks a Committee recommendation to the Authority for approval of Amendment No. 2 of the Professional Services Agreement through the attached Work Order III-3 with Wyle Laboratories. This amendment will allow for continued design and construction management services for the Authority's ongoing RATP, on a month-to-month basis for the period commencing March 1, 2012, not to extend beyond June 30, 2012, while the ongoing Request for Qualifications process for the overall program is completed.



U S Department
of Transportation

Federal Aviation
Administration

Western-Pacific Region
Airports Division
Los Angeles Airport District Office

P.O. Box 92007
Los Angeles, CA 90009

November 22, 2011

Mr. Mark D. Hardyment
Director
Environmental Programs
Burbank-Glendale-Pasadena Airport Authority
2627 Hollywood Way
Burbank, CA 91505

Dear Mr. Hardyment:

Bob Hope Airport
Project Title: Residential Acoustic Treatment Program
Noise Mitigation Measures for Residences within the 65-69 DNL
Project AIP: 3-06-0031-44, 45, 47
Professional Services Agreement Contract Extension Request

This is in response to your letter dated September 13, 2011, requesting a one year contract extension of subject Professional Services Agreement Contract with Wyle Laboratories, a five (5) year agreement that will expire on February 28, 2012.

Federal Aviation Administration (FAA) Order 5100.38C, *Airport Improvement Program Handbook*, paragraph 908 (d), indicates architectural-engineering services included in the procurement shall be limited to those projects that can reasonably be expected to be initiated within five years of the final procurement selection. This time limitation has been established so that competition is not unduly restricted. In some circumstances (e.g. a project that will take many years to complete a safe, usable unit), it may be permissible to approve an engineering contract that involves services beyond the five-year limitation. However, APP-500 shall be consulted prior to approval for periods exceeding five years.

Consideration has been given to the following factors:

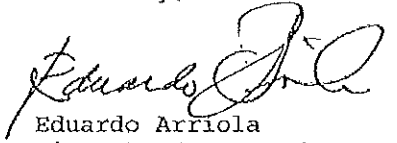
1. The sponsor is in the process of updating their Part 150 Noise Compatibility Plan/Noise Exposure Map contours. Based on current operations, the airport sponsor is anticipating reduced contour maps depicting fewer residential units eligible for noise mitigation.
2. The sponsor has indicated their residential acoustic treatment program is very mature and is in its final phases nearing completion.
3. The sponsor currently has three (3) open noise mitigation grants (issued 2007, 2008, 2009) totaling \$17 million, of which \$10.5 million is remaining unspent balance. Design has been completed on modules with a projected cost of \$3.4 million.
4. The sponsor has submitted Airport Capital Improvement Plans to FAA which include proposed funding for Part 150 noise mitigation implementation for Fiscal Years 2012 and 2013 totaling \$10.2 million.

Based on the current information available, there still appears to be a significant number of potential residential units remaining to be treated, and it does not look likely that the design and construction management services would be completed within an extra year if this request was granted. We therefore do not concur with granting a one year extension as

requested. We urge you to go forward with expeditious solicitation of a new professional services contract to ensure physical and financial completion of your residential acoustic treatment program without delay. This response has been coordinated with APP-500, Airports Financial Assistance Division.

If you have any questions or would like to discuss this further, please feel free to contact me at (310) 725-3648 or send me an email at eduardo.arriola@faa.gov.

Sincerely,



Eduardo Arriola
Airports Program Manager

**AMENDMENT NO. 2 TO
AGREEMENT FOR PROFESSIONAL SERVICES**
(Burbank-Glendale-Pasadena Airport Authority/Wyle Laboratories, Inc.)

This Amendment No. 2 ("Second Amendment") to the March 1, 2007 Agreement for Professional Services ("Agreement") executed by the Burbank-Glendale-Pasadena Airport Authority ("Authority"), a joint powers authority formed pursuant to the Joint Exercise of Powers Act, and Wyle Laboratories, Inc. ("Consultant"), a Delaware corporation, is made as of February 20, 2012 ("Effective Date").

RECITALS

A. The parties executed the Agreement to provide for Consultant's performance of professional services related to the Authority's Noise Compatibility Program.

B. The parties have executed a March 8, 2010 "Amendment to Agreement for Professional Services" ("First Amendment") to provide for the Authority's exercise of its extension options and the current term of the Agreement will end on February 28, 2012.

C. The parties to desire to extend the term of the Agreement on a month-to-month basis after February 28, 2012 with an expiration on June 30, 2012 unless earlier terminated.

NOW, THEREFORE, the parties agree as follows:

1. Amendment of Section 2.0. Section 2.0 ("Engagement") of the Agreement is amended to read as follows:

"2.0 Engagement.

The Authority engages Consultant to perform the Services upon the terms and subject to the conditions set forth in this Agreement. Consultant accepts this engagement upon such terms and subject to such conditions. To the extent that the terms and conditions of this Agreement conflict with the terms and conditions of a Work Order, the terms of the Work Order shall govern."

2. Amendment of Section 5.0. Paragraph 5.1 ("Full Compensation") of Section 5 ("Compensation") of the Agreement is amended to read as follows:

"5.1 Full Compensation.

Subject to Section 5.8, as full compensation for performance of the Services during the first year of the base period of the Term, the Authority shall pay Consultant the amount of One Million One Hundred Seventeen Thousand Two Hundred Eight-Six Dollars (\$1,117, 286) in accordance with the rate schedule set forth in Exhibit "B." The compensation amount for subsequent years during the base period of the Term shall be negotiated in good faith by the Parties and shall be specified in the applicable Work Orders. The compensation amount for the month-to-month extension period of the Term shall be on a time and materials basis at the fee schedule in the applicable Work Order up

to a maximum of One Hundred Twenty-Nine Thousand Seventy-Four Dollars (\$129,074) per month.”

3. **Amendment of Section 11.0.** Paragraphs 11.1 (“General”) and 11.2 (“Extension”) of Section 11.0 (“Term”) of the Agreement are amended to read as follows:

“11.1 General.

The base period of the Term of this Agreement shall commence at Commencement and shall end on February 28, 2012.

11.2 Month-To-Month Extension.

Commencing March 1, 2012, the Term of this Agreement shall extend on a month-to-month basis until June 30, 2012 unless earlier terminated. Either party may terminate this Agreement for convenience during the month-to-month extension period by giving thirty (30) days written notice to the other party.”

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

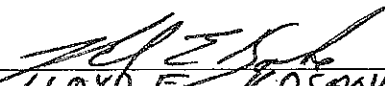
TO EFFECTUATE THIS SECOND AMENDMENT, the parties have caused their duly authorized representatives to sign below.

AUTHORITY
Burbank-Glendale-Pasadena
Airport Authority

By: _____

Title: _____

CONSULTANT
Wyle Laboratories, Inc.

By: 

LLOYD E. KOSANKE

Title: CONTRACTS MANAGER

By: _____

Title: _____

EXHIBIT A

AGREEMENT FOR PROFESSIONAL SERVICES BETWEEN
THE BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
AND
WYLE LABORATORIES, INC.

WORK ORDER NUMBER III-3A
(Modified Lump Sum Compensation)

Scope of Services: Provide a fixed staff on site to perform all necessary services for an approximate 25 units per month as detailed below:

FAA Funding: (X) Yes () No

Basis of Compensation: All Services covered by this Work Order shall be performed for a Modified Lump Sum Compensation of \$129,074 per month.

Services to Be Provided:

1. Design and construction management services for approximately 25 units per month for the period commencing March 1, 2012 and continuing on a month to month basis, but, not beyond June 30, 2012. (See attached scope)

Direction to Proceed: Consultant shall commence performance of the Services upon receipt of this approved Work Order and shall perform the Services in accordance with a schedule approved by the Airport Engineer. This Work Order is issued under and in accordance with the terms of the Agreement for Professional Services between the Burbank-Glendale-Pasadena Airport Authority and Wyle Laboratories dated March 1, 2007.

**BURBANK-GLENDALE-PASADENA
AIRPORT AUTHORITY**

WYLE LABORATORIES

By: _____

By: _____

Title: _____

Title: _____

Date: _____

Date: _____

RESIDENTIAL ACOUSTICAL TREATMENT SCOPE OF SERVICES

Wyle Laboratories, Inc. will provide the man-power on a Fixed-Price Level of Effort for a two year period for approximately 600 units to continue to implement acoustic design, architectural plans and specifications, and construction services including, but not limited to:

- Prequalification surveys and code deficiency analysis (Phase I)
 - Includes obtaining permit records at local building department
- Architectural surveys (Phase II)
- Scheduling of all appointments with owner or property manager
- Acoustical design:
 - Product selection with owner or property manager
 - Photo sets
 - Preparing of construction documents
- Coordinate mechanical HVAC configuration for Design Build plans
- Identifying special needs for the elderly and disabled, incorporating these needs into the design and construction process
- Communicating program goals and options to homeowner (including English and Spanish language capabilities)
- Managing homeowners throughout the process and tracking progress through Wyle's homeowner database
- Performing pre- and post construction acoustical testing
- Preparing of bid documents and addendums
- Conducting pre-bid and pre-Construction conferences
- Managing the construction, beginning with an extensive Field Measurement Verifications (FMV) contractor visit and continuing through final inspection and project close-out
- Managing contractor and manufacturer warranties following project close-out to ensure homeowners receive equitable services
- Maintaining manufacturer and supplier relationships
- Control all specification and standard detail documentation
- Control all state and federal wage determinations assigned to each module
- Outreach efforts as requested and design schedule permitting