STAFF REPORT PRESENTED TO THE BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY FEBRUARY 9, 2015

WITHDRAWAL OF TRUST PROPERTY (OPPORTUNITY SITE) APPLICATIONS; COMMENCEMENT OF TRUST PROPERTY SALE PROCESS; ADOPTION OF RESOLUTION NO. 462 MEMORIALIZING COMMITMENTS TO THE CITY OF BURBANK FOR THE FUTURE OF THE AIRPORT

SUMMARY

Staff seeks Commission approval of the following: (i) authorization for the Executive Director to withdraw the Authority's entitlement applications for the approximately 59-acre former Lockheed Plant B-6 Trust Property ("Trust Property") (sometimes referred to as the "Opportunity Site"); (ii) authorization for the Executive Director to put the entire Trust Property on the market with an option to subtract three acres if a deal is reached with the City of Burbank ("Burbank") for a replacement terminal on the Lockheed Plant B-6 Adjacent Property ("Adjacent Property"); and (iii) adoption of the attached Resolution No. 462, a Resolution of the Burbank-Glendale-Pasadena Airport Authority Commission Memorializing Commitments to the City of Burbank Regarding the Burbank Bob Hope Airport.

These actions are the next step towards the Authority's objective of reaching a consensus with Burbank, its voters, the City of Glendale ("Glendale"), the City of Pasadena ("Pasadena"), the airlines, and the Federal Aviation Administration ("FAA") on an Adjacent Property replacement terminal. To this end, Resolution No. 462 ("Resolution") addresses three commitments.

First, the Resolution memorializes the Commission's willingness and commitment to indefinitely and unilaterally provide protections to Burbank (i.e., protections not incorporated into a Joint Powers Agreement ("JPA") amendment) until such time as Burbank takes a hostile action against the Authority. These protections provide quality of life benefits for the surrounding community and continue to fulfill the Authority mission statement to "be a good neighbor."

Second, the Resolution memorializes the Commission's commitment to build a replacement passenger terminal building with no increase in the number of aircraft gates or public automobile parking spaces, consistent with the discussions of the Airport Land Use Working Group and the public presentations made to Burbank, Glendale, and Pasadena.

Finally, the Resolution memorializes the Commission's commitment to give Burbank seven more weeks to accept the Authority's November 21, 2014, term sheet proposal for permanent protections for the Burbank community and vested entitlements for the Authority to construct a replacement 14-gate passenger terminal building on the Adjacent Property.

BACKGROUND

In October 2011 the Authority and Burbank amended the Development Agreement to extend the term until March 15, 2015, and to permit the parties to publicly discuss a vision for the future of the Airport. The vision includes:

- Development of the Trust Property;
- Entitlement for construction of a replacement 14-gate terminal building on the Adjacent Property; and
- Amending the JPA that created and governs the Authority to give each city the power to veto certain Commission actions that could change how the Airport impacts the quality of life for the surrounding community in the future.

Authority and Burbank staff, in conjunction with the Airport Land Use Working Group, subsequently met numerous times to negotiate a term sheet that would form the basis for a new Development Agreement and entitlements for a replacement terminal on the Adjacent Property. Additionally, the Authority and Burbank conducted multiple public presentations regarding the Authority's desire to sell the Trust Property in an entitled condition, which would allow a future developer to build on the site without further discretionary review by Burbank. As part of that process, the Authority engaged consultants to prepare various conceptual plans and those plans were reviewed by Burbank staff and the Airport Land Use Working Group over many months prior to the Authority's preparation and submission of formal applications.

On November 14, 2013, at a joint meeting, the Commission and the Burbank City Council approved the basic characteristics of an Adjacent Property replacement terminal and a Trust Property development for purposes of further study and the preparation of an Environmental Impact Report ("EIR"). The Trust Property portion was to study development of up to approximately three million square feet of mixed uses (Office, Flex/Industrial, Retail and Hotel) based on economic analysis predicated on estimated demand for such facilities over a 15-year time period.

Due to community concern about the three-million-square-foot proposed development on the Trust Property, including comments from some Burbank Councilmembers, the Authority decided to reduce the proposed density. In December 2013 the Authority submitted to Burbank entitlement applications for an Adjacent Property replacement terminal and for Trust Property development. The Trust Property applications proposed a reduced project of approximately 2.3 million square feet of mixed uses that would be developed and absorbed into the market over a ten-year time period.

The attached Exhibit 1 shows the configuration of the Trust Property, which is comprised of three blocks of land. Two of the blocks are zoned M-2 and total approximately 42 acres; the third block is zoned Airport and is approximately 18 acres. The conceptual layout for the Trust Property development contemplated that approximately three acres of the site would be transferred to the Authority to accommodate a special placement for parking structures that would serve the Adjacent Property replacement terminal. That special placement was a response to Burbank staff's desire for a "view corridor" allowing the replacement terminal to be seen from Hollywood Way. It is possible to configure the parking structures in a manner that does not require land from the Trust Property, but those alternative configurations likely would not preserve the view corridor feature.

On February 3, 2014, Authority staff gave the Commission a public presentation regarding the proposed terminal alternatives for environmental analysis. A copy of that presentation is attached as Exhibit 2. Page 3 of that presentation identified Alternative 1, which states that the development of a terminal on the Southwest Quadrant of the Airport would not include a

change in governance and that the Opportunity Site would be sold with its current zoning. This presentation was also made to the city councils of Glendale and Pasadena. Burbank staff declined Authority staff's offer to make that presentation to the Burbank City Council.

In March 2014 the Authority and Burbank executed a Memorandum of Understanding ("MOU") to cooperate and coordinate their respective efforts regarding the EIR preparation.

In June 2014 Authority staff shared with Burbank staff comments regarding the Burbank's draft staff report on alternatives for the EIR. Authority staff's comments clearly stated the position of the Commission, Glendale, and Pasadena that JPA amendments would only be granted for the entitlement of a replacement terminal on the Adjacent Property, and not for a replacement terminal on the Southwest Quadrant. Burbank staff did not incorporate Authority staff's comments in the final version of the Burbank staff report.

In July 2014 the Authority put the EIR on hold pending reaching a resolution with Burbank regarding the project description and project alternatives. During the ensuing time period, Burbank staff and Authority staff continued to negotiate the language of a term sheet.

AUTHORITY TERM SHEET PROPOSAL

On November 18, 2014, President Madison and Vice President Quintero met with Mayor Gordon and Vice Mayor Frutos on the term sheet. A recap letter summarizing that meeting was sent to Burbank on that same date and is attached as Exhibit 3. That recap letter restated the position of the Commission, Glendale, and Pasadena that amendments to the JPA to change governance of the Authority would only be approved if Burbank approves entitlements for a replacement terminal on the Adjacent Property and would terminate if the Authority was forced to build a replacement terminal on the Southwest Quadrant.

Authority Counsel subsequently sent the City Attorney a November 21, 2014, term sheet representing the Authority's proposal for this "deal." A copy of that term sheet is attached as Exhibit 4. Highlights of the Authority's November 21, 2014, term sheet proposal include the following:

Consensus Voting

The JPA will be amended to require affirmative votes by two Commissioners appointed by each city in order for the Commission to take any of the following actions:

- Increase the number of commercial airline passenger gates above 14;
- Create or construct any remote parking positions for air carrier aircraft;
- Approve any expansion of the existing terminal, any expansion of the replacement terminal beyond 355,000 square feet, or any relocation of airline passenger related airport functions from the replacement terminal;
- Amend the Authority's Noise Rules and the manner in which they have been enforced since 1994 except to implement the mandatory curfew sought in the Authority's Part 161 Application;

- Amend the Authority's voluntary curfew or the manner in which it has been applied since the voluntary curfew was adopted (prior to the creation of the Authority) except to implement the mandatory curfew sought in the Authority's Part 161 Application;

- Abandon support for congressional authorization for the imposition of the mandatory curfew sought in the Authority's Part 161 Application. This commitment would not preclude the Commission from opposing legislation that would authorize the imposition of noise and/or access restrictions that differ from the mandatory curfew sought in the Authority's Part 161 Application or that would limit funding for the FAA to enforce federal law at the Airport;

- Approve the acquisition of real property except for the following: (a) airspace easements, utility easements, and avigation easements; (b) an access easement, airport parking restriction, view corridor easement, and other interests in the Trust Property that facilitate the construction and operation of the replacement terminal; and (c) acquisitions approved by Burbank; and

- Approve an airport management contract or lease with a maximum term in excess of 35 years.

Delegation

The JPA amendments will be binding on the Commission's successors and assignees including the Authority's management company.

Effective Date

The JPA amendments will become effective shortly after a positive Measure B vote if there is no litigation challenge.

Termination of JPA Amendments

The JPA amendments would all be automatically terminated if Burbank takes certain specified hostile actions against the Authority to stop or impede construction and operation of a replacement terminal. Additionally, any particular JPA amendment that is deemed invalid by the FAA or a court would automatically terminate. However, the Authority would be obligated to defend the validity of that particular JPA amendment until a final appellate court decision is rendered, and the other JPA amendments would remain in effect.

Transient Parking Tax

Burbank could not increase the transient parking tax, as applied to the Authority's parking lots, beyond the current 12% rate.

Duration of Development Agreement

The new Development Agreement would have a ten-year term, with up to three five-year extensions in the Authority's discretion.

Use and Sale of Trust Property

Burbank would allow temporary uses to continue on the Trust Property until the site is sold and would consider extending the sale deadline so that Burbank can complete a specific plan for the site and the Authority can continue generating rental revenue.

Retention of Portion of Trust Property

The Authority would obtain title to approximately three acres of the Trust Property for use in the Adjacent Property replacement terminal project. This additional increase in the acreage owned by the Authority would be offset by elimination of all uses, including parking uses, on the approximately 5.3 acre Parking Lot B.

ACTION ITEMS

Because the Development Agreement is set to expire on March 15, 2015, and despite discussions between Burbank and the Authority over the last two years that have not yet resulted in complete consensus between the parties, the Authority feels compelled to take public action prior to the pending expiration date so that its position and conduct cannot be misunderstood or misinterpreted. To show that the Authority is listening to, and is sensitive to the input of the community from its outreach efforts, the Authority has determined that it will withdraw its Trust Property entitlement applications.

The Authority will begin the process of selling the Trust Property in accordance with the requirements set forth in the Amended, Restated, Superseding, and Combined Escrow and Trust Agreement ("Trust Agreement").

Further, the Authority remains committed to addressing the pressing need to replace its existing 85-year-old, outdated terminal building with a modern terminal that satisfies all current building safety design standards, but with the same number of aircraft gates and public parking spaces as the existing terminal.

The Authority seeks Burbank approval pursuant to Measure B of a replacement 14-gate terminal on the Adjacent Property consistent with the Authority's November 21, 2014, term sheet proposal and consistent with terminal layout previously presented at the joint session of the Burbank City Council and the Commission on November 14, 2013.

The Authority will, by resolution, immediately implement the protections identified in that November 21, 2014, term sheet proposal so that these protections are in place prior to the expiration of the Development Agreement. It is the Authority's intent that these protections will remain in effect indefinitely absent a hostile act by Burbank as more fully set forth in the draft Resolution.

TIME PERIOD FOR CONSIDERATION OF TERM SHEET

The Resolution provides for the automatic expiration of the Authority's November 21, 2014, term sheet proposal upon the occurrence of certain events. Burbank's failure to accept the proposal by March 31, 2015, in the manner described in the Resolution is one such event. If Burbank accepts the proposal but the parties do not complete drafting of the documents (a new Development Agreement, entitlements, and Measure B language) by May 31, 2015, then that too would cause expiration of the proposal. The proposal also would expire if the

parties complete the drafting and Burbank does not hold a Measure B election on an Adjacent Property replacement terminal within one year of the Authority's certification of the EIR. Upon any expiration of the proposal, the Resolution requires the Executive Director to notify Glendale and Pasadena in writing that the Commission no longer supports amending the JPA.

However, as long as Burbank does not take a hostile action against the Authority, the protections afforded by the resolution will remain in place, even if Burbank does not accept the term sheet proposal.

CALIFORNIA ENVIRONMENTAL QUALITY ACT

Authority staff has determined that it can be seen with certainty that there is no possibility that the adoption of the Resolution may have a significant effect on the environment. The Resolution does not approve a project or authorize construction and, in fact, preserves the status quo. The Resolution is therefore exempt from the environmental review requirements of the California Environmental Quality Act pursuant to Section 15061(b) (3) of Title 14 of the California Code of Regulations. The sale of the Trust Property is required by the Trust Agreement, which has been subject to prior environmental review.

FUNDING

If Burbank accepts the Authority's November 21, 2014, term sheet proposal by March 31 as described above, there is sufficient funding in the current FY 2014/2015 budget under the Replacement Terminal line item to restart the EIR.

Authority staff will need to develop a revised budget for the balance of the current fiscal year and for FY 2015/2016 after consultation with the EIR consultant for the revised scope of work.

STAFF RECOMMENDATION

Authority staff recommends that the Commission approve the following: (i) authorization for the Executive Director to withdraw the Trust Property entitlement applications; (ii) authorization for the Executive Director to put the entire Trust Property on the market with an option to subtract three acres if a deal is reached with Burbank for an Adjacent Property replacement terminal; and (iii) adoption of the attached Resolution No. 462, a Resolution of the Burbank-Glendale-Pasadena Airport Authority Commission Memorializing Commitments to the City of Burbank Regarding the Burbank Bob Hope Airport.

RESOLUTION NO. 462

A RESOLUTION OF THE BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY COMMISSION MEMORIALIZING COMMITMENTS TO THE CITY OF BURBANK REGARDING THE BURBANK BOB HOPE AIRPORT

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

Section 1. Recitals.

A. Between 1995 and 2000, the Burbank-Glendale-Pasadena Airport Authority ("Authority") and the City of Burbank ("Burbank") were adversaries in federal and state court litigation over the Authority's land acquisition and plans to relocate and expand the 14-gate passenger terminal building at the Burbank Bob Hope Airport ("Airport"). Those plans contemplated a 27-gate terminal in the northeast quadrant of the Airport on the former Lockheed plant B-6 site ("B-6 Property").

B. In November 2000 and October 2001, the Burbank electorate enacted Measure B and Measure A, respectively, to establish a voter approval requirement and other prerequisites for the effectiveness of Burbank approvals related to any terminal relocation or expansion. One week after the enactment of Measure A, Burbank filed a state court lawsuit against the Authority to have that initiative measure declared unconstitutional or illegal. The California Court of Appeal ultimately invalidated Measure A in the case of *City of Burbank v. Burbank-Glendale-Pasadena Airport Authority*, 113 Cal.App.4th 465 (2003).

C. In August 2002, Burbank adopted an ordinance imposing a 45-day moratorium on development permits and other approvals for Airport projects requiring only ministerial review by city staff. Burbank extended that ordinance and the moratorium lasted two years.

D. In March 2005, the Authority and Burbank entered a development agreement specifying permissible projects and projects that would not be constructed at the Airport during a 10-year period. The development agreement was intended to create a "cooling-off period" in which the parties' relationship would be improved and their mutual goals would be advanced.

E. The development agreement expires on March 15, 2015 and has served its intended purposes. The Authority has complied with all of its contractual obligations including its commitments to refrain from expanding the passenger terminal building beyond the existing footprint, refrain from adding any commercial airline passenger gates above the existing 14 gates, and refrain from constructing certain other Airport improvement projects.

F. Since April 2011, the Authority and Burbank have diligently sought to reach a consensus on a term sheet that can lead to permanent protections for the Burbank community and vested entitlements for the Authority to construct a replacement 14-gate

passenger terminal building on the B-6 Property. The Authority intends that the permanent protections would result from the establishment of a new "supermajority" vote requirement for certain actions by the Authority Commission, which would require Burbank, the City of Glendale ("Glendale"), and the City of Pasadena ("Pasadena") to amend the joint powers agreement that created the Authority. The Authority intends that the entitlements would consist of all discretionary Burbank approvals necessary for the project and would be vested by a new development agreement, all of which would be contingent upon ratification by the Burbank electorate pursuant to Measure B.

G. The Authority and Burbank have exchanged several term sheet proposals over the course of negotiations, the most recent of which is the Authority's November 21, 2014 term sheet proposal attached as Exhibit A. Burbank has not yet formally responded to that term sheet proposal.

H. The purpose of this Resolution is to memorialize certain Authority Commission commitments to Burbank regarding the Airport. First, this Resolution memorializes the Authority Commission's willingness and commitment to indefinitely and unilaterally provide protections to Burbank (i.e. protections not incorporated into a joint powers agreement amendment) until such time as Burbank takes a hostile action against the Authority. Second, this Resolution memorializes the Authority Commission's commitment to build a replacement passenger terminal building with no increase in the number of gates, consistent with the discussions of the Airport Land Use Working Group and the public presentations made to Burbank, Glendale, and Pasadena. Finally, this Resolution memorializes the Authority Commission's commitment to give Burbank seven more weeks to accept the Authority's November 21, 2014 term sheet proposal for permanent protections for the Burbank community and vested entitlements for the Authority to construct a replacement 14-gate passenger terminal building on the B-6 Property with the same total number of Airport public automobile parking spaces as currently exist.

Section 2. <u>Burbank Protection Commitments</u>.

A. *Commitments*. Subject to termination pursuant to Paragraph (B) below, the Authority Commission commits that it shall not do any of the following:

1. Increase the number of commercial airline passenger gates above 14.

2. Create or construct any remote parking positions for air carrier aircraft.

3. Approve any expansion of the existing terminal, any expansion of the replacement terminal beyond 355,000 square feet, or any relocation of airline passenger related airport functions from the replacement terminal.

4. Amend the Authority's Noise Rules and the manner in which they have been enforced since 1994 except to implement the mandatory curfew sought in the Authority's Part 161 Application.

5. Amend the Authority's voluntary curfew or the manner in which it has been applied since the voluntary curfew was adopted (prior to the creation of the Authority) except to implement the mandatory curfew sought in the Authority's Part 161 Application.

6. Abandon support for congressional authorization for the imposition of the mandatory curfew sought in the Authority's Part 161 Application. This commitment does not preclude the Authority Commission from opposing legislation that would authorize the imposition of noise and/or access restrictions that differ from the mandatory curfew sought in the Authority's Part 161 Application or that would limit funding for the Federal Aviation Administration to enforce federal law at the Airport.

7. Approve the acquisition of real property except for the following: (a) airspace easements, utility easements, and avigation easements; (b) an access easement, airport parking restriction, view corridor easement, and other interests in the B-6 Property that facilitate the construction and operation of the replacement terminal; and (c) acquisitions approved by Burbank.

8. Approve an airport management contract or lease with a maximum term in excess of 35 years.

B. *Termination.* The commitments set forth in Paragraph (A) above shall automatically terminate, without further action by the Authority Commission, at such time as Burbank takes a hostile action against the Authority in the sole judgment of the Authority Commission. Without limitation, the term "hostile action" includes, *inter alia,* each of the following:

1. Burbank publicly announces preparation of a master plan, specific plan, comprehensive plan or rezoning that provides specific development standards or other specific requirements that affect the location or development of a new or relocated passenger terminal building.

2. Burbank commences public review or publicly announces the intention to prepare any environmental document related to a master plan, specific plan, comprehensive plan or rezoning that provides specific development standards or other specific requirements that affect the location or development of a new or relocated passenger terminal building.

3. Burbank commences the adoption of any ordinance, rule, regulation, or other enactment affecting or changing permitted uses (including permitted uses and conditionally permitted uses) of Authority-owned Airport zone property that is not approved by the Authority.

4. Burbank attempts to assert Public Utilities Code Section 21661.6 authority over the Air Traffic Control Tower site (APN 2466-10-906), C-1 site (APN 2466-19-904) or the portion of the northwest quadrant near the t-hangars (APN 2466-11-904).

5. Burbank refuses to issue a building permit or a certificate of occupancy, or otherwise stops or impedes construction and/or operation of a 355,000 square foot 14-gate replacement passenger terminal building despite the Authority's compliance with applicable building and safety codes.

6. Burbank refuses to issue a final certificate of occupancy for the Regional Intermodal Transportation Center by March 31, 2015.

7. Burbank seeks or supports voter approval for an increase of its transient parking tax rate above the existing 12% cap.

8. Burbank adopts an ordinance imposing a new moratorium on development permits or other approvals for Airport projects otherwise permitted by Section 10-1-502 of the Burbank Municipal Code.

9. Burbank commences the adoption of a historic preservation requirement for any portion of the Airport.

10. Burbank sues the Authority or monetarily supports a third-party lawsuit or intervenes in a lawsuit on behalf of third-party plaintiffs to stop or impede construction of a 355,000 square foot 14-gate replacement passenger terminal.

Section 3. **Replacement Terminal Commitment.** The Authority Commission is committed to constructing a replacement 14-gate passenger terminal building that complies with current Federal Aviation Administration airport design standards and current State of California seismic safety standards, that is duly evaluated pursuant to the California Environmental Quality Act and the National Environmental Policy Act, and that is consistent with the discussions of the Airport Land Use Working Group and public presentations made to Burbank, Glendale, and Pasadena. The Authority will not allow the existing terminal building to remain indefinitely. The B-6 Property is the Authority Commission's preferred site for a replacement 14-gate passenger terminal building.

Section 4. **Term Sheet Commitment.**

A. *Commitment.* The Authority Commission commits that the Authority's November 21, 2014 term sheet proposal to Burbank, attached hereto as Exhibit A, shall remain valid until expiration as provided in paragraph (B) below.

B. *Expiration.* The Authority's November 21, 2014 term sheet proposal to Burbank shall automatically expire, without further action by the Authority Commission, if any of the following occurs:

1. On or before March 31, 2015, Burbank does not do all of the following: (a) direct its staff to commence drafting a new development agreement and entitlements for a replacement terminal project consistent with such term sheet proposal; (b) direct its staff to prepare language for a Measure B vote for such development agreement and entitlements; and (c) execute a Memorandum of Understanding with the Authority designating the Authority as lead agency and designating Burbank as a responsible agency with a cooperative role for an environmental impact report that provides analysis of a replacement 14-gate passenger terminal building on the B-6 Property and which contains an analysis of a replacement 14-gate passenger terminal building in the southwest quadrant of the Airport as one of the required alternatives.

2. On or before May 31, 2015, the parties have not completed the drafting of a new development agreement, entitlements, and Measure B ballot measure language for a replacement terminal project consistent with such term sheet proposal.

3. Within one year of the Authority's certification of the environmental impact report, Burbank does not hold a Measure B election for a replacement terminal project on the B-6 Property consistent with such term sheet proposal.

C. *Notice to Glendale and Pasadena.* Upon expiration of the Authority's November 21, 2014 term sheet proposal, the Executive Director shall notify Glendale and Pasadena in writing that the Authority Commission no longer supports amending the Authority's joint powers agreement.

Section 5. **Effective Date.** This Resolution shall be effective upon adoption.

Adopted this 9th day of February, 2015.

_____
Steve Madison, President

Attest:

_____
Bill Wiggins, Secretary

EXHIBIT A
BGPAA November 21, 2014 Term Sheet Proposal

(attached)

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

I, Dan Feger, do hereby certify that the foregoing resolution was duly and regularly adopted by the Commission of the Burbank-Glendale-Pasadena Airport Authority at its regular meeting held on the 20th day of January 2015 by the following vote:

YES: Commissioners Brown, Adams, Friedman, Weaver, Quintero, Tornek and Robinson

NOES: None

ABSENT: None

_____

Dan Feger
Assistant Secretary

EXHIBIT 1

B6 parcel

Proposed Alternatives for CEQA Analysis

February 3, 2014

The Project Including Governance Change

- Demolition of the existing 14-gate terminal and construction of a new 14-gate, 355,500-square foot replacement terminal on the Adjacent Property and a small portion of the B-6 Property
- A change in the Airport Authority's governance rules to protect Burbank by requiring "supermajority" voting for certain types of decisions
- And development of the Opportunity Site up to a maximum 0.91 FAR which would allow for a build out of approximately 2.35 million square feet

Alternative 1

- Southwest Quadrant Terminal with Opportunity Site Developed Under Current Zoning and No Governance Change
  - A new 14-gate replacement terminal would be constructed on the Southwest Quadrant adjacent to Empire Avenue.
  - The existing terminal would be demolished.
  - The Authority's governance would not be changed and the 58-acre Opportunity Site would be sold and potentially developed as currently zoned.

No Project Alternative

- Existing Terminal, No Governance Change and Sale under Current Zoning
  - The existing terminal would remain in place.
  - The Authority's governance would not be changed and the 58-acre Opportunity Site would be sold and potentially developed as currently zoned.

Measure B Vote

- The Project is contingent upon Measure B voter approval of an agreement between the City of Burbank and the Airport Authority for construction of a replacement 14-gate terminal on the Adjacent Property and a small portion of the B-6 Property.

Measure B Vote

- Alternative 1 is not contingent upon Measure B voter approval unless the Airport Authority seeks an agreement with, or discretionary approval from, the City of Burbank for a new 14-gate replacement terminal on the Southwest Quadrant adjacent to Empire Avenue.
- The No Project Alternative is not contingent upon Measure B voter approval.

What Happens If the Replacement Terminal Is Approved by Burbank Voters?

- The Airport Authority will construct a 14-gate replacement terminal on property adjacent to the 58-acre (B-6) Opportunity Site.
- The current 14 gate terminal will be removed.

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What Happens If the Replacement Terminal Is Approved by Burbank Voters?

- The Cities of Burbank, Glendale and Pasadena will change the Airport Authority's governance rules to protect Burbank by instituting "supermajority" voting for certain types of decisions.
- The approval of two of the three Burbank Commissioners on the Airport Authority Commission, along with two votes each from Glendale Commissioners and Pasadena Commissioners, will be required in order for the Airport Authority to:

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What Happens If the Replacement Terminal Is Approved by Burbank Voters?

- Add any additional gates beyond the 14 gates that would be approved for a new terminal
- Add remote aircraft parking positions for air carrier operations
- Expand the existing terminal building (while it is still in place during design and construction of the replacement building)
- Expand the new terminal building beyond the approved size or add additional terminal buildings after the new building is open
- Modify Airport Noise Rules
- Modify or eliminate the existing voluntary curfew
- Modify or abandon support for a legislative mandatory curfew
- Acquire land

These protections would apply to assignees and successors of the Airport Authority.

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What Happens If the Replacement Terminal Is Not Approved?

- The Airport Authority will not be permitted to construct a 14-gate replacement terminal on the B-6 Adjacent Property site.
- The Cities of Burbank, Glendale and Pasadena will not amend the Airport Authority's governance rules. After March 15, 2015, even if all of the Burbank Commissioners vote "no," the Airport Authority Commission will still only require a simple majority of five affirmative votes to approve any future changes at the Airport (except for issuance of debt).

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November 18, 2014

Honorable David Gordon, Mayor
Honorable Bob Frutos, Vice-Mayor
City of Burbank
275 E. Olive Avenue
Burbank, CA 91502

Re: Today's Discussion

Dear Mayor Gordon & Vice Mayor Frutos:

Thank you again for taking the time to meet with us this morning to discuss our ongoing efforts to construct a replacement terminal at Bob Hope Airport in Burbank. We appreciated our conversation and took your comments to heart.

Over the last two years our respective staffs have worked to develop a consensus on a replacement 14-gate terminal on the former Lockheed plant B-6 site, with permanent protections for the Burbank community. We have heard loud and clear the Burbank City Council's concerns about the project and your mandate to protect the quality of life for your constituents. As a result, we expressed this morning that:

- We will withdraw the development applications for the 58-acre Opportunity Site and "de-link" the replacement terminal project from any Opportunity Site development.

- We (and our other two member cities, Glendale and Pasadena) will agree that Burbank's proposed changes to the Authority's governance will start immediately upon a successful Measure B vote for a replacement terminal on the B-6 site, not upon completion of the B-6 site, which was our longstanding position.

- We will agree to automatic reinstatement of the governance protections if a replacement terminal is built and opened on the B-6 site <u>after</u> the 10-year period has elapsed.

- We will agree that the Adjacent Property easement cannot be extinguished until the replacement terminal is constructed and opened provided that the easement is immediately modified after a Measure B vote to allow the replacement terminal to be built.

Because it is impossible for the Authority to build a replacement terminal without the financial support of the FAA and the airlines, we <u>cannot</u> agree to certain other terms that in our view might jeopardize the funding or success of the replacement terminal project, as follows:

- Although we continue to strongly support the mandatory curfew sought in the Authority's Part 161 Application and will support legislation requiring that curfew, we cannot support a governance change that does not give us assurance of the precise nature of the nature of the mandatory curfew restriction that is being sought and we cannot support a budget bill rider that merely strips the FAA of funding to enforce federal law. That approach endangers the Airport's compliance with grant assurances, debt covenants, and federal law, in our view. The Authority must be in compliance with the law to obtain the funds necessary to build and operate the replacement terminal.

- We require assurance that Burbank cannot unilaterally reinterpret the Authority exists noise rules or the manner in which the Authority has enforced them for more than 20 years.

- We must have assurance that a governance change that is determined by the FAA or a court to be invalid will be immediately suspended until that determination is overturned by a final court ruling. The Authority will vigorously defend any such suspended governance changes, and if the determination is overturned, the governance change will automatically be reinstated. Again, the Authority must be in compliance with the law to obtain the funds necessary to build and operate the replacement terminal.

- The governance changes will terminate if, after a successful Measure B vote, the City of Burbank impedes the construction of a replacement terminal on the B-6 site and thus compels the Authority to pursue a replacement terminal on a different, less ideal site, such as the southwest quadrant of the Airport.

We believe it is possible for Burbank, Glendale, Pasadena and the Authority to enjoy a Win/Win in the truest sense of that phrase. In return for the City Council approving and the Burbank voters affirming a replacement 14-gate terminal on the B-6 site with the assurances described above, Glendale and Pasadena will give Burbank unprecedented veto power over future development within the Airport fence line. This veto power would allow Burbank's Airport Commissioners to prevent the Authority from doing all of the following:

- Expanding the terminal beyond 14 gates.
- Expanding the terminal after it is completed.
- Creating or constructing remote aircraft parking gates.
- Amending the current noise rules.
- Changing the voluntary curfew or the support for a mandatory federal curfew.
- Acquiring real property.
- Entering into long-term leases or management contracts over 35 years.

Glendale and Pasadena believe the most important requirement for the Airport's viability is a modern, safe 14-gate replacement terminal that meets current earthquake design standards and is located a safe distance from the runways. Although it is readily feasible to build a replacement terminal elsewhere, the B-6 site is the ideal location.

For this reason, Glendale and Pasadena are willing to grant Burbank the governance protections described above in exchange for the Authority receiving entitlements for a replacement terminal on the B-6 site. Glendale and Pasadena will not grant Burbank the governance protections if a replacement terminal must be built on a different site.

In closing, we seek to re-start the EIR process via a joint announcement by the City Manager and Executive Director, and to allow the attorneys to begin drafting a new development agreement. The announcement would state that a consensus has been reached on entitlement for a replacement 14-gate terminal on the B-6 site and permanent protection against future Airport expansion. Additionally, the announcement would state that the deal is subject to review and approval by the City Council, the Commission, and Glendale and Pasadena, and that the deal must be affirmed by Burbank voters. With your support we can move forward with shaping the future of the Airport in a way that protects this vital economic asset to the Tri-Cities region while protecting the quality of life of the surrounding community.

Thank you again, and we look forward to hearing from you following your closed session discussion this evening. In the meantime if any further information is needed, please advise.

Very truly yours,

Steve Madison KK

Steve Madison
President
Burbank-Glendale-Pasadena
Airport Authority

Frank Quintero KK

Frank Quintero
Vice President
Burbank-Glendale-Pasadena
Airport Authority

cc: City of Burbank Council Members
Mark Scott, Burbank City Manager
Amy Albano, Burbank City Attorney
BGPAA Commissioners

BGPAA REPLACEMENT TERMINAL TERM SHEET
November 21, 2014

JOINT POWERS AGREEMENT AMENDMENTS

1. **Amendments for Consensus Voting:** The Joint Powers Agreement will be amended to require consensus voting (i.e., affirmative votes by two Commissioners appointed by each City) for the following actions:

   a. Absent an affirmative supermajority vote, the Commission shall not increase the number of commercial airline passenger gates above 14.

   b. Absent an affirmative supermajority vote, the Commission shall not create or construct any remote parking positions for air carrier aircraft.

   c. Absent an affirmative supermajority vote, the Commission shall not approve any expansion of the existing terminal, any expansion of the replacement terminal beyond 355,000 sq. feet, nor any relocation of airline passenger related airport functions from the replacement terminal.

   d. Absent an affirmative supermajority vote, the Commission shall not amend the Authority's noise rules and the manner in which they have been enforced since 1994 except to implement the mandatory curfew sought in the Authority's Part 161 application.

   e. The Commission shall not amend the Authority's voluntary curfew or the manner in which it has been applied since the voluntary curfew was adopted (prior to the creation of the Authority) except to implement the mandatory curfew sought in the Authority's Part 161 Application.

   f. The Commission shall not abandon its support for congressional authorization for the imposition of the mandatory curfew sought in the Authority's Part 161 Application (text of which is set forth in Exhibit A). This obligation does not preclude the Commission from opposing legislation that would authorize the imposition of noise and/or access restrictions that differ from the mandatory curfew sought in the Authority's Part 161 Application or that would limit funding for the FAA to enforce federal law at the airport.

   g. An affirmative supermajority vote of the Commission shall be required to approve the acquisition of real property except for the following: (a) airspace easements, utility easements, and avigation easements; and (b) an access easement, airport parking restriction, view corridor easement, and other interests in the Trust Property that facilitate the construction and operation of the replacement terminal.

   h. Absent an affirmative supermajority vote, the Commission shall not approve an airport management contract or lease with a maximum term in excess of 35 years.

2. **Delegation:** The supermajority vote requirements and prohibitions of the JPA amendments shall be binding on any successor or assignee of the Commission including the Authority's management company. Any successor or assignee that seeks to take an action that would otherwise require a supermajority vote of the Commission shall be precluded from taking such action until the Commission has approved it by a supermajority vote. Airlines and Authority tenants shall not constitute a successor or assignee of the Commission.

3. **City-Approved Projects:** The supermajority vote requirements shall not apply to any of the following: (1) the development of a 14-gate replacement terminal at any location; and (2) any project that has been approved by the Burbank City Council and, if necessary, the Burbank electorate.

4. **Effective Date:** The JPA Amendment will become effective upon the occurrence of all of the following events: (1) the Burbank City Council's certification of the election results in which the Burbank electorate approves all discretionary decisions required to ratify or otherwise validate the Burbank City Council's approval of a development agreement and all necessary discretionary acts for the replacement terminal project; and (2) either (a) passage of 120 days following that ballot measure approval without the filing of a legal action challenging the validity of such approval or the validity of any City of Burbank or Authority actions related to the replacement terminal project; or (b) final resolution by a court of competent jurisdiction of each such legal action in a manner that does not stop or impede construction and operation of a 355,000 square foot replacement passenger terminal with no more than 14 gates.

5. **Global Termination:** All of the JPA Amendments shall automatically be terminated and of no force or effect without further action by the Cities or the Authority if any of the following occurs:

   a. The City of Burbank sues the Authority or otherwise seeks to assert PUC §21661.6 authority over the Air Traffic Control Tower site (APN 2466-10-906), C-1 site (APN 2466-19-904) and portion of the northwest quadrant near the t-hangars (APN 2466-11-904); or

   b. The City of Burbank sues the Authority or monetarily supports a third party lawsuit or intervenes in a lawsuit on behalf of third-party plaintiffs to stop or impede construction of a 355,000-square-foot replacement passenger terminal with no more than 14 gates.

   c. The Burbank City Council or the Burbank electorate does any of the following without a supermajority consent of the Commission: (1) amends the General Plan or changes the zoning of any Authority property currently designated or zoned Airport; (2) amends the Zoning Ordinance to impose, or adopts any other ordinance, rule or regulation that imposes, a discretionary approval requirement on the construction of an airport passenger terminal; (3) interprets any existing ordinance, rule or regulation

to require discretionary approvals for an airport passenger terminal project; or (4) amends the Zoning Ordinance or takes any other action that changes the development standards for the development of an airport passenger terminal or airport parking lot.

d. The City of Burbank refuses to issue a building permit or a certificate of occupancy, or otherwise stops or impedes construction and/or operation of a 355,000 square foot replacement passenger terminal with no more than 14 gates despite the Authority's compliance with applicable building and safety codes.

e. The Burbank City Council or the Burbank electorate adopt, without a supermajority consent of the Commission, any ordinance, rule, regulation, or other enactment affecting or changing permitted uses (including but not limited to permitted uses and conditionally permitted uses) of Authority-owned Airport zone property that is not subject to PUC 21661.6, including the properties identified in 5.a. If the ordinance, rule, regulation, or other enactment was adopted by the Burbank electorate, and if such measure is invalidated by a final court decision, then the JPA Amendments shall automatically be reinstated and of full force and effect without further action by the Cities or the Authority.

f. The City of Burbank does not grant TEFRA approval of any debt issuance by the Authority related to a replacement terminal project.

g. The replacement terminal DA has expired without substantial construction having been performed on a replacement passenger terminal on the Adjacent Property in reliance on a valid building permit. If the Authority thereafter constructs and opens a replacement passenger terminal on the Adjacent Property, then the JPA Amendments shall automatically be reinstated and of full force and effect without further action by the Cities or the Authority.

6. Individual Termination:

a. An individual JPA amendment shall automatically be terminated and of no force or effect without further action by the Cities or the Authority if any of the following occurs:

   1. The FAA (whether or not in a federal Part 13 or Part 16 proceeding) issues a decision stating that the specific JPA Amendment, either as written or as applied, violates a federal grant assurance or federal law.

   2. A federal district court or state superior court issues a decision stating that the specific JPA Amendment, either as written or as applied, violates a federal grant assurance, federal law, or state law.

b. In the event such FAA, federal district court, or state superior court decision is reversed by a final appellate court decision, the specific JPA Amendment shall automatically be reinstated and of full force and effect without further action by the

Cities or the Authority. Moreover, the Authority agrees that it will argue in any of the above proceedings that the amendment in question does not violate any grant assurance or federal law. The Authority further agrees to pursue any appeal which exists as a matter of legal right in such proceedings in an effort to defend the legality of the amendment in question.

NEW TERMINAL DEVELOPMENT

7. **New Terminal:** A Development Agreement will authorize a new terminal with the following elements:

   a. Approximately 355,000 sq. ft.; 14 gates; on the Adjacent Property plus approximately 3 acres of the Trust Property

   b. Separate utility building, airfield service building and replacement cargo building; replacement fire station

   c. New terminal loop road from Hollywood Way & Winona (over Parking Lot A and small part of Trust Property)

   d. New parking structures (mostly on Adjacent Property; 4,000 spaces total)

   e. Cap on public passenger parking spaces (equal to existing parking)

   f. Authority Office building – tenant improvements on Aviall Site

   g. Taxiway A, C and G extensions

   h. Taxiway A and C airfield road extensions

8. **Site Plan:** The DA shall incorporate a site plan consistent with Section 7 that is not tied to the ALP and that shows only those portions of the airport that are subject to PUC 21661.6 approval.

9. **Transient Parking Tax:** The Burbank City Council shall not increase the transient parking tax as applied to Authority parking lots above the current rate of 12% and no voter initiative to do so shall be applicable to Authority parking lots for the term of the DA and any extension thereto.

10. **Duration:** The DA will be for a term of 10 years with up to three 5-year extensions at the Authority's discretion without any approval necessary from the City.

OTHER COMMITMENTS AND APPROVALS

11. **Trust Property Sale:** Discuss City's choice among the following options -
12. **Use of Trust Property:** Discuss City's choice among the following options -

a. The Authority puts Trust Property on market with current zoning upon expiration of tolling period and the City allows temporary uses to occur between March 15, 2015 and time of sale (approximately 18 months).

b. The Authority and the City extend tolling period to allow the City to complete a Specific Plan and allow the Authority to generate revenue from temporary uses until Specific Plan is adopted (may be several years).

13. **Retention of Portion of Trust Property:** Pursuant to Section 8.1 of the Trust Property Easement and Section 7 of the Escrow Agreement, the City shall issue a Termination Instrument that enables the 3-acre portion of the Trust Property to be used for the replacement terminal project. Pursuant to Section 3.2(b) of the Escrow Agreement, the City and the Authority shall execute joint written instructions to the trustee to allow the conveyance of the 3-acre portion of the Trust Property to the Authority. The Termination Instrument and the conveyance deed shall be recorded concurrently with a covenant by which the Authority agrees to not use Lot B for any purpose other than a vacant runway protection zone.

14. **General Plan Amendments:**

a. Authority will seek rezoning and General Plan amendment of M-2 to Airport zone for portion of Trust Property used for loop road and parking structure and will seek rezoning and General Plan amendment of PD to Airport zone for loop road entrance strip area (southerly part of current Parking Lot A).

b. Authority will seek rezoning and General Plan amendment to Airport zone for two Aviall parcels.

15. **Adjacent Property Easement:** Pursuant to Section 7 of the Escrow Agreement and Section 7.1 of the Adjacent Property Easement, within 10 days of the certification of the affirmative Measure B vote the City shall record a Termination Instrument that permits construction of the replacement terminal on the Adjacent Property. The Termination Instrument shall include use restrictions that shall apply if the replacement terminal project has not been constructed and opened for operation by the expiration of the new DA. The modified Adjacent Property Easement shall terminate if the new terminal project has been constructed and opened for operation by the expiration of the new DA.

16. **Noise Variance:** The Authority will complete and submit, pursuant to Federal Aviation Regulations Part 150, a federal application securing FAA approval of an Airport Noise Compatibility Plan the details of which are set forth in Exhibit B. Any measure approved by the FAA will be implemented and become the Airport's ongoing Noise Program.

The City and Airport will jointly submit a stipulation informing CalTrans that the City is withdrawing its request for a hearing on the Authority pending variance application and

that the City will no longer seek such hearings. The Authority in turn will file an application with CalTrans seeking a determination that it has done all that is reasonably possible to eliminate its remaining Noise Impact Area, as defined by California law, and that the remaining area should be deemed compatible.

17. **Extension of existing DA:** No extension of existing DA. The Authority will publicly commit, via Commission resolution, that pending the Measure B vote it will not do things that would otherwise be prohibited by the new DA provided the City does not undertake any actions prohibited by the new DA.

18. **PUC § 21661.6:**

    a. Authority will apply for PUC 21661.6(e) approval for change in use of Parking Lots B and C, and A-1 North to the extent necessary.

    b. Authority will apply for PUC 21661.6(a) approval for use of the Adjacent Property, the 3-acre portion of the Trust Property and the Aviall Property. The approval granted in this subsection (b) shall expire upon expiration of the DA unless the Authority has begun construction of a replacement passenger terminal on the Adjacent Property.

    c. The City agrees that neither now nor in the future will it seek, require, or withhold any permit or approval based on the absence of PUC 21661.6(a) or (e) review or approval for use of the following Authority parcels: Air Traffic Control Tower site (APN 2466-10-906), C-1 site (APN 2466-19-904) and portion of the northwest quadrant near the t-hangars (APN 2466-11-904).

COMMITMENTS ON EXISTING AIRPORT PROPERTY

19. **Parking Lots A, B and C:** A portion of Lot A will be used for parking per the replacement terminal site plan. Lot B will be closed for all uses and Lot C will be closed for airport parking.

20. **Reconfiguration of Existing Valet and Close-in Parking:** These parking areas will be reconfigured; City will give PUC 21661.6(e) approval to the extent necessary.

21. **No Buildings:** A defined area will be shown on a map and as an exhibit to the DA which would show the areas where construction of buildings would not be permitted, consistent with existing FAA Advisory Circulars that prohibit such construction.

22. **Existing Terminal:** The existing terminal and parking structure will be demolished within 12 months of occupancy of the replacement terminal.

PROJECT REVISIONS AND CEQA PROCESSING

23. The Authority proposes to withdraw the various Opportunity Site applications on file with the City, and revise the project to include only the replacement terminal and the applications necessary for approval of the replacement terminal (including lot line adjustment, General Plan amendment, and rezoning for the triangles needed for the airport loop road and parking structure).

The EIR shall include a project level analysis of both: (i) a 14-gate replacement terminal project on the Adjacent Property with the governance changes; and (ii) a 14-gate replacement terminal project in the Southwest Quadrant of the Airport without the governance changes. The revised project description also shall include a reference to the fact that a Measure B vote will be undertaken.

Because the project will no longer include the Opportunity Site applications, the Authority will be designated the Lead Agency for CEQA purposes and the City will be designated a Responsible Agency with a cooperative role. A new MOU, similar to the existing MOU, will be executed to memorialize the parties' new roles. The Authority will retain the existing consultant team.

EXHIBIT "A"
Mandatory Nighttime Curfew

RULE 13

1. Except as provide in Paragraphs (2) and (3), between the hours of 10:00 pm and 6:59 a.m.:

   a. No landings at Bob Hope Airport shall be permitted.

   b. No takeoffs from Bob Hope Airport shall be permitted.

2. The following aircraft shall be permitted to land at or takeoff from Bob Hope Airport between the hours of 10:00 pm and 6:59 a.m.:

   a. Law enforcement aircraft, firefighting aircraft, disaster relief aircraft and military aircraft.

   b. Medical flight aircraft engaged in active emergency operations for the transportation of patients or human organs.

3. Aircraft other than those specified in Paragraph (2) shall be permitted to land at or takeoff from Bob Hope Aircraft between the hours of 10:00 p.m. and 6:59 a.m. only under the following circumstances:

   a. In the event such landing or takeoff results from the existence of a declared emergency.

   b. In the event such landing or takeoff results from the use of Bob Hope Airport as weather alternate.

   c. In the event such landing or takeoff results from a weather, mechanical, or air traffic control delay; provided, however, this exception shall not authorize any landing or takeoff between the hours of 11:00 p.m. and 6:59 a.m.

4. Upon request of the Authority, the aircraft operator shall document or demonstrate: (i) the precise emergency condition(s) resulting in a landing or takeoff between the hours of 10:00 p.m. and 6:59 a.m.; or (ii) the precise weather, mechanical, or air traffic control condition(s) resulting in a landing or takeoff between the hours of 10:00 p.m. and 11:00 p.m.

5. Any aircraft operator violating the provisions of this Rule shall, in addition to any other available remedies (including injunctive remedies), be subject to civil penalties for each unauthorized landing and unauthorized takeoff as follows:

   a. For the first violation within a 12-month period – Three Thousand Six Hundred Seventy-One Dollars ($3,671)

b. For second violation within a 12-month period – Seven Thousand Three Hundred Forty-Two Dollars ($7,342)

c. For the third violation within a 12-month period – Eleven Thousand Thirteen Dollars ($11,013)

d. For the fourth violation within a 12-month period – Fourteen Thousand Six Hundred Eighty-Four Dollars ($14,684) and mandatory action to ban the aircraft operator's flight operations at Bob Hope Airport for a twelve (12) month period.

EXHIBIT "B"
Noise Plan

Title 14 of the Code of Federal Regulations, Part 150 establishes the requirements that airport sponsors must follow if they desire to obtain federal funding for implementation of noise mitigation and abatement measures. Those requirements dictate that the Authority must complete and receive Federal Aviation Administration ("FAA") approval for a Part 150 Noise Compatibility Study as a precondition to receiving such funding. Further, the FAA requires that airport sponsors update their Noise Exposure Maps ("NEM") approximately every five years. The FAA requires review and acceptance of an updated NEM based on a five-year forecast of incompatible noise exposure surrounding the airport which is used as the foundation for developing an updated NCP. Once the plan is updated and made available to the public for review, it is submitted to FAA for approval. Once the updated NCP is approved, the Authority is then eligible to submit applications for Airport Improvement Program ("AIP") grants to help pay for implementation of any approved noise compatibility measures.

PROPOSED REVISION

The existing NCP was originally approved by the FAA on November 27, 2000 and identified 28 noise abatement and mitigation measures. A 2004 revision to the NCP focused on the addition of Land Use Measure Seven, which allowed the Authority to retain a portion of the former Lockheed Plant B-6, site located in the northeast quadrant of the Airport, to ensure permanent future development compatibility within the 2003 65 CNEL noise exposure contour. Copies of the FAA approved NCP and Revision are attached for reference.

Since the adoption and revision of the NCP, a number of the mitigation and abatement measures have been implemented and local regulations and policies have changed. Additionally, the recently FAA-accepted NEM (October 13, 2013) resulted in smaller noise exposure contours.

Because of the successful implementation of these measures, including the acoustical treatment of four schools and over 2,300 homes, and the smaller noise contours, there are only a few additional mitigation and abatement measures which Staff can identify as being practical for implementation through inclusion in the NCP. These measures include:

1. Update the eligibility boundary and continued funding for the RATP.

2. Inclusion of Multi-Family properties into the RATP.

3. Development of an Avigation Easement purchase option for those property owners that have been unable to participate previously due to building code or other issues and that are within the revised RATP boundary based on the updated noise contours.

4. Elimination of certain items previously identified in the NCP as mitigation measures that have been completed or that are no longer applicable. Other measures require updating to reflect current noise exposure conditions. Those mitigation measures recommended for elimination or revision are listed below, including their present status:

Noise Abatement Measures

- Build extension of Taxiway D to promote nighttime general aviation departures on Runway 26. (Using funds provided under FAA Grant # 3-06-0031-43, Taxiway D was extended to the end of Runway 26. Therefore, the measure is no longer necessary and should be removed from the program.)

- Phase out operations by all Stage 2 turbojets. (Enactment of 49 United States Code (USC) §47354 *2* will complete the full phase-out of operations by Stage 2 jets as of December 31, 2015. As this measure will be superseded by federal law, it is no longer necessary and should be removed from the program.)

- Establish a mandatory curfew on departures by all Stage 2 aircraft between 10:00 p.m. and 7:00 a.m., departures by all aircraft over 75,000 pounds between 10:30 p.m. and 6:30 a.m., and arrivals by all aircraft over 75,000 pounds between 11:00 p.m. and 6:00 a.m. (Through the Part 161 process, at significant cost, the Authority exhausted all options pursuant to the *Airport Noise and Capacity Act of 1990* to pursue a mandatory curfew. Although the Authority's application under Part 161 was found to be complete, FAA concluded that the curfew on all aircraft over 75,000 pounds was not justified. The Airport Authority will enact the curfew studied in its previous Part 161 study if the United States Congress amends the *Airport Noise and Capacity Act of 1990* to make this curfew legally permissible.)

Noise Mitigation Measures

- Establish acoustical treatment program for schools and preschools not previously treated within the 65 CNEL contour based on 2003 NEM. (Roscoe Elementary School and the Dubnoff Center and School would no longer be located within the program boundary. It is recommended that this measure be removed from the NCP as all of the schools within the proposed program boundary have been acoustically treated with assistance from the Authority.)

- Offer purchase assurance as an option for homeowners in the acoustical treatment eligibility area. (During more than 17 years of operating the RATP, the Authority has not identified a demand for this type of program. Given consistent participation in the RATP and stability in the local real estate market, it is recommended that this measure be removed from the NCP.)

- Retain property in the northeast quadrant of the Airport within the 2003 65 CNEL noise exposure contour. (The 2013 Noise Exposure Maps document changes in the operational characteristics of the airport resulted in smaller noise contours. To reflect current conditions at the airport, it is recommended that the noise contour used for this measure be updated from the 2003 condition to the 2017 Noise Exposure Map.)

Land Use Planning Measures

- Use baseline 2010 noise contours as basis for noise compatibility planning. (It is recommended that this measure be removed from the program as the Authority cannot compel the cities to change their land use plans. However, the Authority will continue to provide the most recent official noise contours with the intent that they will be used for land use compatibility planning.)

- Establish noise compatibility guidelines for the review of development projects within the 65 CNEL contour. (This measure is no longer necessary as land use actions that affect land within the airport influence area are reviewed by the Los Angeles County Airport Land Use Commission for a consistency determination with the Los Angeles County Airport Land Use Compatibility Plan.)

- Amend Sun Valley-La Tuna Canyon Community Plan to establish in-fill development standards for noise compatibility. (The Authority does not have land use planning jurisdiction over the area affected by this measure and does not have the power to change the Sun Valley-La Tuna Canyon Community Plan. Despite Airport Authority staff efforts, this measure has not been implemented. It is recommended that the measure be removed from the NCP.)

- Amend North Hollywood-Valley Village Community Plan to establish land use policies promoting airport noise compatibility. (The Authority does not have land use planning jurisdiction over the area affected by this measure and does not have the power to change the North Hollywood-Valley Village Community Plan. Despite Airport Authority staff efforts, this measure has not been implemented. It is recommended that the measure be removed from the NCP.)

- Establish airport noise overlay zoning to implement in-fill development policies of local general plans. (The Authority does not have land use planning jurisdiction over the area affected by this measure and does not have the power to establish airport overlay zoning within the cities of Burbank and Los Angeles. Despite Airport Authority staff efforts, this measure has not been implemented. It is recommended that the measure be removed from the NCP.)

- Amend building codes to establish sound insulation construction standards to implement requirements of state law and in-fill development policies. (The building code sound insulation standards promoted by this measure are implemented at the state level within the California Building Code at Title 24, Part 2, Section 1207 – Sound Transmission and also through the locally adopted ordinances. This measure has been implemented and is no longer needed as part of the NCP and should therefore be removed.)

Program Management Measures

- Expand noise monitoring system. (The system, which has been in place for many years, has been expanded in 2012 and includes a total of 20 permanent noise monitoring

locations in accordance with this measure. No additional expansions are planned; therefore, this measure should be removed from the NCP.)

- Enhance Airport Authority's geographic information system. (The GIS has been enhanced in accordance to this fully meets the needs of airport staff to monitor the RATP program. This measure should be removed from the NCP.)