

THE AGENDA FOR THIS BOARD OF AIRPORT COMMISSIONERS' MEETING WAS POSTED FOR PUBLIC REFERENCE ON THE OUTSIDE BULLETIN BOARD AND AT THE FRONT LOBBY OF THE DEPARTMENT OF AIRPORTS, CLIFTON A. MOORE ADMINISTRATION BUILDING, #1 WORLD WAY, LOS ANGELES, CALIFORNIA 90045 ON WEDNESDAY, MARCH 13, 2002 AT 3:00 P.M. AND ON THE WEBSITES OF BOTH THE DEPARTMENT OF AIRPORTS AT <http://www.lawa.aero> AND THE CITY OF LOS ANGELES AT <http://lacity.org>. THE MEETING WAS TELEVISED BY CHANNEL 35 FOR VIEWING AFTER THE BOARD MEETING, AND WAS ALSO MONITORED BY COUNCIL PHONE.

MINUTES

OF THE MEETING OF THE BOARD OF AIRPORT COMMISSIONERS OF THE CITY OF LOS ANGELES CONVENED IN REGULAR SESSION IN THE SAMUEL GREENBERG BOARD ROOM NO. 107/116 IN THE CLIFTON A. MOORE ADMINISTRATION BUILDING AT LOS ANGELES INTERNATIONAL AIRPORT, #1 WORLD WAY, LOS ANGELES, CALIFORNIA 90045 ON MONDAY, OCTOBER 19, 2009 AT 1:30 P.M.

PRESENT: Commissioners Aredas, Lawson, Torres-Gil, Velasco, Zifkin and President Rothenberg

Gina Marie Lindsey	Executive Director
Steve Martin	Chief Operating Officer
Debbie Bowers	Deputy Executive Director
Wei Chi	Deputy Executive Director
Michael Feldman	Deputy Executive Director
Roger Johnson	Deputy Executive Director
Samson Mengistu	Deputy Executive Director
Dominic Nessi	Deputy Executive Director
Jacqueline Yaft	Deputy Executive Director
Kelly Martin	General Counsel
Sandra J. Miller	Secretary

ABSENT: Commissioner Nazarian

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In addition to the above listed Executive staff, there were approximately 13 staff members present.

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Discussion Items: 1, 2 and 3

Discussion begins on page 28

As a covered entity under Title II of the Americans with Disabilities Act, the City of Los Angeles does not discriminate on the basis of disability and, upon request, will provide reasonable accommodation to ensure equal access to its programs, services, and activities.

OCTOBER 19, 2009

ITEM 1. RESOLUTION NO. 23920 – **Airport Revenue Bond Issuance 2009:** Issuance and sale of THE DEPARTMENT OF AIRPORTS OF THE CITY OF LOS ANGELES, CALIFORNIA, LOS ANGELES INTERNATIONAL AIRPORT SENIOR REVENUE BONDS AND SUBORDINATE REVENUE BONDS in one or more series, the tender of certain previously issued bonds, documents related to the aforementioned actions and certain other related matters and actions

EXECUTIVE SUMMARY: Pursuant to the approval of Resolution No. 23876 on August 17, 2009 authorizing the issuance of up to \$700 million in revenue bonds to support capital improvements and up to \$925 million in revenue bonds to refund previously issued debt, staff is recommending that the Board of Airport Commissioners (BOAC) adopt the Resolution approving and authorizing the execution and distribution of the financing documents related to the issuance of the revenue bonds. The documents, which are required to execute the financing, include but are not limited to:

- Documents Resolution
- Tenth Supplemental Trust Indenture (Senior Lien Bonds)
- Fifth Supplemental Trust Indenture (Subordinate Lien Bonds)
- Preliminary Official Statement
- Continuing Disclosure Certificate
- Bond Purchase Agreements
- Escrow Agreement
- Various Documents Related to the Tender of Previously Issued Bonds

In addition, staff requests that the BOAC authorize its designee to take any and all actions, and to execute and deliver any and all documents, certificates and other instruments, which it deems necessary or advisable in order to provide for the issuance, sale and delivery of the revenue bonds and otherwise to carry out the purposes of the Documents Resolution.

At its August 17, 2009 meeting, the BOAC approved the redemption of the LAX 2003 A Bonds with cash. At that time, staff recommended refinancing the LAX 2002 C2 Bonds with fixed rate debt. Staff is now also recommending that the LAX 2002 C2 Bonds be redeemed with cash from the Los Angeles International Airport Revenue Fund also as it is financially advantageous to do so.

RECOMMENDATION: Adoption of the Resolution (Attachment A of the board report) requesting that the Board of Airport Commissioners authorize the use of cash from the Los Angeles International Airport Revenue Fund 700 to redeem the outstanding LAX 2002 C2 Bonds; and further authorize the payment of costs of issuance from the proceeds of the Revenue Bonds, including, but not limited to, bond insurance premiums, underwriters' discount, rating agency fees, bond counsel fees, disclosure counsel fees, financial advisor fees, dissemination agent fees, trustee fees, escrow agent fees, and issuing and paying agent fees. (Steve Martin, 424-646-5040)

RECOMMENDATION APPROVED
AS AMENDED

Discussion: See page 28

NOTE: Commissioners Rothenberg and Lawson recused themselves from the meeting.

ITEM 2. RESOLUTION NO. 23921 – **Exercise Construction Services Option and First Amendment to Contract No. DA-4337:** With WALSH AUSTIN JOINT VENTURE for the BRADLEY WEST GATES PROJECT at LOS ANGELES INTERNATIONAL AIRPORT EXTENDING THE TERM to December 31, 2014 and ESTABLISHING A CONTRACT AMOUNT of \$545,550,000, which is subject to Change Order Authority; Approve a BUDGETED OWNER'S CONTINGENCY of \$61,410,000; Delegate SIGNATURE AUTHORITY for Change Orders; and Appropriate CAPITAL FUNDS in an amount of \$14,700,000 for the Project

EXECUTIVE SUMMARY: Staff requests that the Board of Airport Commissioners (BOAC) exercise the Construction Services Option and approve the First Amendment to Contract No. DA-4337 with Walsh Austin Joint Venture (WAJV) for the Bradley West Gates Project at Los Angeles International Airport ("LAX"). The proposed Bradley West Gates Project is a component of the LAX Master Plan approved by the Los Angeles City Council in December 2004 and the Federal Aviation Administration in May 2005, and will provide LAX with new contact gates, dual passenger loading bridges, concourses, apron work, and associated structures and aircraft support equipment to accommodate Design Group VI aircraft. The scope of work for WAJV also includes procurement of long lead items required to advance the proposed Central Utility Plant (CUP) Project subject to completion and final certification of environmental documents for the CUP.

The proposed Construction Services Option and First Amendment will extend the contract term from a one (1)-year period to expiration date of December 31, 2014, and establish a contract amount of \$545,550,000, which is subject to change order authority. The contract amount is based on three (3) independent estimates prepared by the LAX Development Program Manager, Fentress Architects, and WAJV.

This action item also requests BOAC approval of a Budgeted Owner's Contingency of \$61,410,000 to fund unanticipated changes, which may be necessary to complete the work. Staff further recommends that, pursuant to City Charter Section 376, BOAC authorize the Executive Director to approve and execute change orders under the \$545,550,000 Contract up to the budgeted owner's contingency amount of \$61,410,000 provided that, prior to execution of any change order in excess of \$1 million, BOAC shall first have reviewed and authorized the execution thereof, and such authorization shall have become final pursuant to Charter Section 245. Further, the Executive Director will report monthly to BOAC on all change orders executed throughout the term of the Contract.

Delivery of the Project is not possible without the assistance from other Los Angeles World Airports (LAWA) divisions and City departments. Staff is therefore requesting an appropriation of capital funds in the amount of \$14,700,000 for LAWA support, City services, and project-related equipment and materials required through June 30, 2010. Additional appropriation of funds to continue support services through project completion will be requested as the project advances.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners exercise the Construction Services Option and approve the First Amendment to Contract No. DA-4337 with Walsh Austin Joint Venture for the Bradley West Gates Project at Los Angeles International Airport extending the term to December 31, 2014 and establishing a Contract amount of \$545,550,000, which is subject to Change Order Authority; further approve a Budgeted Owner's Contingency in the amount of \$61,410,000 that can only be utilized through change

ITEM 2. Continued

orders authorized by the Executive Director or the Board of Airport Commissioners; authorize the Executive Director to approve and execute change orders under the contract up to the budgeted owner's contingency amount of \$61,410,000, not-to-exceed 10% of the currently Board of Airport Commissioners-approved aggregate guaranteed maximum price provided that, prior to execution of any change order in excess of \$1 million, the Board of Airport Commissioners shall first have reviewed and authorized the execution thereof, and such authorization shall have become final pursuant to Charter Section 245; direct the Executive Director to report monthly to the Board of Airport Commissioners on all change orders executed under the Contract; appropriate capital funds in the amount of \$14,700,000 to provide for City services, Los Angeles World Airports support, and project-related materials and equipment necessitated by the Contract; and further authorize the Executive Director to execute the First Amendment to Contract No. DA-4337 upon approval as to form by the City Attorney, and upon approval by the Los Angeles City Council. (Roger Johnson, 310-846-3156)

RECOMMENDATION APPROVED
AS AMENDED

Moved by:

Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 3. RESOLUTION NO. 23922 – **Award of Contract:** To WALSH AUSTIN JOINT VENTURE for the Construction Manager At Risk pre-construction and construction services for the “BRADLEY WEST CORE IMPROVEMENTS,” a component of the Tom Bradley International Terminal Modernization Project at LOS ANGELES INTERNATIONAL AIRPORT for a term expiring December 31, 2014 and establishing a contract amount of \$584,200,000, which is subject to Change Order Authority; Approve a BUDGETED OWNER’S CONTINGENCY of up to \$66,710,000; Delegate SIGNATURE AUTHORITY for Change Orders; and Appropriate CAPITAL FUNDS in an amount of \$25,060,000 for the Project

EXECUTIVE SUMMARY: Staff requests that the Board of Airport Commissioners (BOAC) approve the Award of a Contract to Walsh Austin Joint Venture (WAJV) for Construction Manager at Risk (CMAR) services including pre-construction and construction services for the “Bradley West Core Improvements” component of the Tom Bradley International Terminal (TBIT) Modernization Project at Los Angeles International Airport (“LAX”). The proposed Contract establishes a contract amount of \$584,200,000, which is subject to change order authority to provide pre-construction and construction services for a total Contract term that will expire on December 31, 2014. The Bradley West Core Improvements component will provide, but not be limited to, improved Federal Inspection Service/Customs and Border Patrol facilities; new, larger and improved departure level passenger amenities (post security); and secure/sterile passenger corridors between TBIT and Terminals 3 and 4. The proposed scope of work for WAJV also includes apron work and temporary power and associated relocations, subject to completion and certification of associated environmental documents, to support the Airside and Utilities & Infrastructure Elements of the LAX Development Program.

Use of a CMAR Contract will allow the construction manager to participate in the design phase, early value engineering, and in development of early procurement opportunities. This will facilitate cost effective sequencing for design and construction of the Bradley West Core Improvements Project components, supporting both timely completion of the Project and minimizing interference with on-going airport operations. The Competitive Sealed Proposals selection process allows the City to select the Proposer with the Lowest Ultimate Cost based on evaluation of a combination of criteria and qualifications established by studies as well as those requirements that are unique to the Bradley West Core Improvements Project and LAX.

This action item also requests BOAC approval of a Budgeted Owner's Contingency of \$66,710,000 to fund unanticipated changes, which may be necessary to complete the work. Staff further recommends that, pursuant to City Charter Section 376, BOAC authorize the Executive Director to approve and execute change orders under the \$584,200,000 Contract up to the budgeted owner's contingency amount of \$66,710,000 provided that, prior to execution of any change order in excess of \$1 million, BOAC shall first have reviewed and authorized the execution thereof, and such authorization shall have become final pursuant to Charter Section 245. Further, the Executive Director will report monthly to BOAC on all change orders executed throughout the term of the Contract.

Delivery of the Project is not possible without assistance from other Los Angeles World Airports (LAWA) divisions and City departments. At this time, staff is requesting appropriation of capital funds in the amount of \$25,060,000 for pre-construction services, estimated at \$6 million for WAJV, LAWA support, City services, and project-related equipment and materials required through June 30,

ITEM 3. Continued

2010. Additional appropriation of funds for WAJV and to continue support services through project completion will be requested as the project advances.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners approve the Award of a Contract to Walsh Austin Joint Venture for Construction Manager at Risk pre-construction and construction services for the "Bradley West Core Improvements" component of the Tom Bradley International Terminal Modernization Project at Los Angeles International Airport for a term expiring December 31, 2014 and a contract amount of \$584,200,000, which is subject to Change Order Authority; further approve a Budgeted Owner's Contingency in the amount of \$66,710,000 that can only be utilized through change orders authorized by the Executive Director or the Board of Airport Commissioners; authorize the Executive Director to approve and execute change orders under the contract up to the budgeted owner's contingency amount of \$66,710,000, not-to-exceed 10% of the currently Board of Airport Commissioners-approved aggregate guaranteed maximum price provided that, prior to execution of any change order in excess of \$1 million, the Board of Airport Commissioners shall first have reviewed and authorized the execution thereof, and such authorization shall have become final pursuant to Charter Section 245; direct the Executive Director to report monthly to the Board of Airport Commissioners on all change orders executed under the Contract; appropriate capital funds in the amount of \$25,060,000 to provide for pre-construction services, public art, City services, Los Angeles World Airports support, and project-related materials and equipment necessitated by the Contract; and authorize the Executive Director to execute the Contract with Walsh Austin Joint Venture upon approval as to form by the City Attorney, and upon approval by the Los Angeles City Council. (Roger Johnson, 310-846-3156)

RECOMMENDATION APPROVED
AS AMENDED

Moved by:

Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 4. RESOLUTION NO. – **Request for Proposals:** For the administration of PROJECT LABOR AGREEMENT for various projects at LOS ANGELES WORLD AIRPORTS

EXECUTIVE SUMMARY: Staff seeks approval from the Board of Airport Commissioners (BOAC) to release a Request for Proposals to procure an Agreement Coordinator who will provide various services needed for the implementation and administration of the Project Labor Agreement (PLA). These services may include, but not be limited to, labor relations, contractor coordination and compliance, and labor policies and procedures for various Los Angeles World Airports (LAWA) construction projects that are covered by the PLA.

On November 19, 1999, a PLA was entered into by Parsons Constructors, Inc. (PCI, "Agreement Coordinator"), and the Building and Construction Trades (AFL-CIO), the Building and Construction Trades Council of California, the Building and Construction Trades Council of Los Angeles and Orange Counties, and the Building and Construction Trades Council of San Bernardino and Riverside Counties and its affiliated unions. The PLA was subsequently accepted by the BOAC.

Although the Agreement has been signed by all parties and adopted by the BOAC, the PLA must be administered under the terms of agreement by an "Agreement Coordinator". The Coordinator must be familiar with both local/national labor relations issues and the construction industry, and must possess the ability and experience to administer a project labor agreement on large public works construction projects, and must be willing to execute LAWA PLA and accept and undertake the obligations, responsibilities, and authority for its implementation.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners find that the work specified in the proposed contract can be performed more economically or feasibly by an independent contractor than by City employees, authorize the Executive Director to release a Request for Proposals to qualified firms for the administration of Los Angeles World Airports Project Labor Agreement, with such changes thereto as the Executive Director may from time to time approve. (Roger Johnson, 310-846-3156)

DEFERRED

Moved by:

Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 5. RESOLUTION NO. 23923 – **First Amendment and Change Order to Contract No. DA-4331**: With R & L BROSAMER, INC. for COSTS ASSOCIATED WITH SIGNIFICANT CHANGES imposed by the City of Los Angeles Department of Water & Power, City Bureau of Sanitation, City Department of Building & Safety, and CHANGED CONDITIONS on the project entitled “CROSSFIELD TAXIWAY PROJECT” at LOS ANGELES INTERNATIONAL AIRPORT, in the amount of \$14,361,909, and to allow Los Angeles World Airports TO APPLY \$13.6 MILLION IN FEDERAL AVIATION ADMINISTRATION GRANT FUNDING to the project

EXECUTIVE SUMMARY: The proposed action authorizes changes to the contract terms allowing Los Angeles World Airports (LAWA) to apply \$13.6 Million in Grant Funding from the Federal Aviation Administration (FAA) to the Crossfield Taxiway Project. The action also approves Change Orders in an amount of \$14,361,909, \$4,000,000 of which was previously authorized by the Board of Airport Commissioners (BOAC). The Change Orders are required to cover costs associated with third party changes imposed on the project, and changed project conditions. This results in a net project increase of \$10,361,909.

Of the \$10,361,909 in additional project costs, this action requests additional project appropriation in the amount of \$9,912,547 to cover costs associated with the third party changes imposed on the project by the FAA, City of Los Angeles Department of Water & Power, City Bureau of Sanitation, City Department of Building & Safety. The remaining \$449,362 of the project increase covers the cost of environmental remediation and will be funded from the existing contract contingency.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners approve the First Amendment and Change Order to Contract No. DA-4331 with R & L Brosamer, Inc. for costs associated with significant changes imposed by the City of Los Angeles Department of Water & Power, City Bureau of Sanitation, City Department of Building & Safety, and changed conditions on the project entitled “Crossfield Taxiway Project” at Los Angeles International Airport, in the amount of \$14,361,909, and to allow Los Angeles World Airports to apply \$13.6 Million in Federal Aviation Administration Grant Funding to the project; authorize the Executive Director to execute the First Amendment and Change Order to Contract No. DA-4331 with R & L Brosamer, Inc. upon approval as to form by the City Attorney; and appropriate \$9,912,547 from the Los Angeles International Airport Revenue Fund to WBS Element 1.08.11-700. (Roger Johnson, 310-846-3156)

RECOMMENDATION APPROVED

Moved by: Commissioners Aredas
 Seconded by: Commissioner Lawson

Ayes: Commissioners Aredas, Lawson, Velasco, Zifkin and President Rothenberg

Nays: None

Absent: Commissioner Torres-Gil

Discussion: None

ITEM 6. RESOLUTION NO. 23924 – **Second Amendment to Contract No. DA-3737:**
With CUBIC TRANSPORTATION SYSTEMS, INC. for maintenance/support services of the COMPUTERIZED PARKING CONTROL SYSTEM at LOS ANGELES INTERNATIONAL AIRPORT, LA/ONTARIO INTERNATIONAL AIRPORT and VAN NUYS AIRPORT for the purpose of EXTENDING THE CONTRACT TERM for an additional one (1) year and an amount not-to-exceed \$3,335,000

EXECUTIVE SUMMARY: This action will amend the Contract between Los Angeles World Airports (LAWA) and Cubic Transportation Systems, Inc. (“Cubic”) for maintenance of the Computerized Parking Control System at Los Angeles International Airport, LA/Ontario International Airport and Van Nuys Airport for the purpose of extending the contract term for an additional one (1) year. The Second Amendment to the current contract is critical for the continuing operation of all public parking lots at LAWA’s airports. Cubic has proprietary software that precludes the maintenance/support services contract from being competitively bid. The pricing for the Second Amendment is \$109,000 (3.2%) less than the first contract amendment.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners approve the Second Amendment to Contract No. DA-3737 with Cubic Transportation Systems, Inc. for maintenance/support services of the Computerized Parking Control System at Los Angeles International Airport, LA/Ontario International Airport and Van Nuys Airport for the purpose of extending the contract term for an additional one (1) year for a total contract amount not-to-exceed \$3,335,000; find that the work can be performed more economically or feasibly by an independent contractor than by City employees; further find that the use of competitive bidding would be undesirable, impractical or impossible and not advantageous due to the proprietary nature of the software and the ongoing daily operation of the current parking lot revenue control system; and authorize the Executive Director to execute the Second Amendment to Contract No. DA-3737 with Cubic Transportation Systems, Inc. upon approval as to form by the City Attorney, and approval by the Los Angeles City Council. (Jacqueline Yaft, 424-646-5060)

RECOMMENDATION APPROVED

Moved by: Commissioner Zifkin
Seconded by: Commissioner Aredas

Ayes: Commissioners Aredas, Lawson, Velasco and Zifkin

Nays: None
Absent: Commissioner Torres-Gil
Discussion: None

ITEM 7. RESOLUTION NO. 23925 – **Second Amendment to Contract No. DA-4159:**
With KAYE SCHOLER, LLP to PROVIDE ADDITIONAL CONTRACT AUTHORITY
in an amount not-to-exceed \$200,000, by transferring the remaining authority
amount from Contract No. DA-4295, and to EXTEND THE CONTRACT TERM for
an additional one (1) year for legal services to assist LOS ANGELES WORLD
AIRPORTS and the City Attorney with legal services relating to federal regulatory
issues and litigation matters

EXECUTIVE SUMMARY: The law firm of Kaye Scholer, LLP (“Firm”, “Kaye Scholer”) is presently retained by Los Angeles World Airports (LAWA) under a three (3)-year Contract, beginning on November 20, 2006, for federal regulatory and litigation matters. The Second Amendment for additional funds and to extend the term will allow the Firm to continue assisting LAWA and the City Attorney with (i) the federal rates and charges cases filed in early 2007 by airlines operating in Terminals 1 and 3 and the Tom Bradley International Terminal, aspects of which cases were recently remanded by the United States District Court to the United States Department of Transportation (“DOT”) for further action (“Rates and Charges Litigation”); (ii) defending in United States District Court the lawsuit brought by Northwest Airlines, Inc. and LAXTWO Corp. challenging LAWA’s legal right to defease certain bonds associated with the leasehold in Terminal 2 at Los Angeles International Airport (“LAX”) and thereby terminate the leasehold (“T2 Defeasance Action”); and (iii) advice concerning the continuing negotiations with respect to terminal rates and charges with the long term lease airlines operating at LAX.

Given the continued need for such services, LAWA Management requests that the Board of Airport Commissioners (BOAC) authorize the Second Amendment to Contract No. DA-4159 and authorize the transfer of \$200,000 remaining under Contract No. DA-4295 to Contract No. DA-4159. Contract No. DA-4295, also with Kaye Scholer, for bankruptcy related services expires November 11, 2009 and the funds will not be needed for that contract. The Firm has provided a detailed budget with respect to the T2 Defeasance Action. The Firm will provide a budget for the Rates and Charges Litigation after the DOT has determined how the matter is to proceed. The Firm will be asked to provide additional budgets when appropriate, and staff will return to BOAC for any additional funding requests when necessary.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners approve the Second Amendment to Contract No. DA-4159 with Kaye Scholer, LLP to provide additional compensation in an amount not-to-exceed \$200,000, for a total contract amount of \$4,200,000, such \$200,000 to be transferred from Contract No. DA-4295; and authorize the Executive Director to execute the Second Amendment to Contract No. DA-4159 with Kaye Scholer, LLP upon approval as to form by the City Attorney, and upon approval by the Los Angeles City Council. (Kelly Martin, 424-646-5010)

RECOMMENDATION APPROVED

Moved by:
Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 8. BOARD ORDER NO. AO-5148 – **Consent to Assignment, Lease Award, and Consent to Sublease:** Adopt a NEGATIVE DECLARATION for the CASTLE AND COOKE AVIATION SERVICES, INC. VAN NUYS AIRPORT FIXED BASE OPERATOR PROJECT; Approve CONSENT TO ASSIGNMENT of Lease No. VNA-8327 from THORNTON AVIATION, LLC, a California limited liability company, to CASTLE AND COOKE AVIATION SERVICES, INC., a California corporation; Approve a thirty (30)-year CONSOLIDATED LEASE with CASTLE AND COOKE AVIATION SERVICES, INC. at VAN NUYS AIRPORT; Approve CONSENT TO SUBLEASE between CASTLE AND COOKE AVIATION SERVICES, INC. and THORNTON AIRCRAFT COMPANY, LLC

EXECUTIVE SUMMARY: Staff requests the Assignment of Thornton Aviation, LLC's ("Thornton") Lease No. VNA-8327 to Castle and Cooke Aviation Services, Inc. ("C&C") and subsequent approval of a thirty (30)-year Master Lease with C&C at Van Nuys Airport ("VNY"). The proposed Master Lease will consolidate C&C's five (5) leases (VNA-2952, VNA-8164, VNA-8277, VNA-8480, and VNA-8327) at VNY. Upon execution of C&C's Master Lease, a portion of Thornton's old lease (VNA-8327) will be subleased back to Thornton. The total leasehold size of the Consolidated Master Lease will be 7.52 acres.

As part of the proposal, C&C will invest approximately \$10.8 million in new construction and mid-term refurbishments. In addition, C&C will purchase from Los Angeles World Airports the existing facilities located at the Thornton parcel (VNA-8327) and the former Century Aero Club parcel (VNA-8277) at \$1.3 million and \$330,000, respectively, prior to demolition.

C&C, whose predecessor company is Pacific Holdings, Inc., has been operating at VNY since December 10, 1980. C&C provides hangar and office rental and aviation services to companies and individuals, flight departments, aircraft management companies and air charter companies. It is a privately held company owned by David H. Murdock, who also serves as Chairman and Chief Executive Officer.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners consider the proposed Negative Declaration together with the comments received during the public review period; find that, on the basis of the entire record, including the Initial Study and all comments received: (a) there is no substantial evidence that the project will have a significant effect on the environment, (b) the project will not result in a safety hazard or noise problem for persons using the airport or for persons residing or working in the project area, and (c) the Initial Study/Negative Declaration reflects the independent judgment and analysis of the Board of Airport Commissioners; adopt the proposed Negative Declaration; consent to the Assignment of Lease No. VNA-8327 from Thornton Aviation, LLC to Castle & Cooke Aviation Services, Inc.; further approve the proposed thirty (30)-year Consolidated Lease with Castle & Cooke Aviation Services, Inc.; further consent to Sublease between Castle & Cooke Aviation Services, Inc. and Thornton Aviation, LLC; recommend that the City Council also consider the Negative Declaration together with the public comments, make the findings identified above, adopt the Negative Declaration and approve the proposed thirty (30)-year Consolidated Lease with Castle & Cooke Aviation Services, Inc.; and authorize the Executive Director to execute the Assignment of Lease No. VNA-8327 to Castle & Cooke Aviation Services, Inc., the Consent to Sublease between Castle & Cooke Aviation Services, Inc. and Thornton Aviation,

ITEM 8. Continued

LLC, and the Consolidated Lease with Castle & Cooke Aviation Services, Inc. upon approval as to form by the City Attorney, and upon approval by the Los Angeles City Council. (Debbie Bowers, 424-646-7142)

RECOMMENDATION APPROVED

Moved by: Commissioner Zifkin
Seconded by: Commissioner Aredas

Ayes: Commissioners Aredas, Lawson, Zifkin and Vice President Velasco

Nays: None

Absent: Commissioner Torres-Gil

Discussion: None

NOTE: Commissioner Rothenberg recused himself from the meeting.

ITEM 9. BOARD ORDER NO. AO- – **Amended and Restated Airline Terminal Facilities Lease No. LAA-3088:** With UNITED AIR LINES, INC. in Terminals 7/8 at LOS ANGELES INTERNATIONAL AIRPORT

EXECUTIVE SUMMARY: Los Angeles World Airports (LAWA) and United Air Lines, Inc. (“UAL”) entered into a Global Settlement Agreement and Release (the “Global Settlement Agreement”) approved by the Board of Airport Commissioners on October 5, 2009. In accordance with the Global Settlement Agreement’s closing conditions, LAWA and UAL agreed to amend and restate the existing Terminal Facilities Lease, as amended, with UAL in Terminals 7/8 at Los Angeles International Airport (the “T7/8 Lease”). The amended and restated T7/8 Lease (the “Amended T7/8 Lease”) (i) updates the terms and conditions of tenancy to LAWA’s current standard lease terms, (ii) adjusts the term, and (iii) amends the base rent and maintenance and operation charges. Approval of the Amended T7/8 Lease will generate approximately \$18,000,000 in first year income, including base rent, maintenance and operations expenses, and airport infrastructure charges. Staff requests that the Board approve the proposed Amended T7/8 Lease.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners approve the proposed Amended and Restated Airline Terminal Facilities Lease No. LAA-3088 with United Air Lines, Inc. in Terminals 7/8 at Los Angeles International Airport that will generate approximately \$18,000,000 in revenue in the first year to Los Angeles World Airports, and authorize the Executive Director to execute the Amended and Restated Airline Terminal Facilities Lease No. LAA-3088 with United Air Lines, Inc. for space in Terminals 7/8 at Los Angeles International Airport upon approval as to form by the City Attorney, and approval by the Los Angeles City Council. (Debbie Bowers, 424-646-7142)

DEFERRED

Moved by:
Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 10. RESOLUTION NO. 23926 – **Award of a three (3)-year Operating Agreement:**
To CUSA CC, LLC (dba Coach America Los Angeles) to operate the LOS ANGELES INTERNATIONAL AIRPORT FLYAWAY bus service at both IRVINE and WESTWOOD areas in an amount not-to-exceed \$6.5 million; and ESTABLISH A ONE-WAY FARE of \$25 per person for the Los Angeles International Airport FlyAway to Irvine, with two (2) children 8th grade and younger travelling for free with each paying adult

EXECUTIVE SUMMARY: Los Angeles World Airports (LAWA) has made a commitment via various legal agreements to implement nine (9) total FlyAway locations by 2015. LAWA is currently operating routes between Los Angeles International Airport (“LAX”) and Union Station, Van Nuys, and Westwood. The current contract for the Westwood service is due to expire on January 12, 2010. Irvine, California is being added as the fourth FlyAway location.

Staff recommends Award of a three (3)-year Contract to Coach America Los Angeles for operation of the LAX FlyAway bus service between Irvine Station and LAX and the LAX FlyAway bus service between Westwood and LAX. Coach America Los Angeles was the most qualified company of the five (5) proposals received.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners find that the work can be performed more economically or feasibly by an independent contractor than by City employees; approve the Award of the three (3)-year Contract to CUSA CC, LLC (dba Coach America Los Angeles) for the Los Angeles International Airport FlyAway bus service at both Irvine and Westwood areas for a period not-to-exceed three (3) years, and for an amount not-to-exceed \$6.5 million; establish a one-way fare of \$25 per person on the Los Angeles International Airport FlyAway to Irvine, with two (2) children 8th grade and younger travelling free with each paying adult; authorize the Executive Director, or duly authorized representative, to execute the Operating Agreement with CUSA CC, LLC (dba Coach America Los Angeles) upon approval as to form by the City Attorney; and allocate \$520,000 from the Unallocated Balance. (Jacqueline Yaft, 424-646-5060)

RECOMMENDATION APPROVED

Moved by: Commissioner Lawson
Seconded by: Commissioner Rothenberg

Ayes: Commissioners Lawson, Velasco, Zifkin and President Rothenberg
Nays: Commissioner Aredas
Absent: Commissioner Torres-Gil
Discussion: None

ITEM 11. RESOLUTION NO. 23927 – **Reset Employee and Public Economy Parking Rates:** At LOS ANGELES INTERNATIONAL AIRPORT, and approve RATE ADJUSTMENTS; the rates increases are expected to generate approximately \$2.5 million in additional revenue for the airport

EXECUTIVE SUMMARY: Staff recommends increasing the daily parking rate for economy public parking Lots B and C from \$8 and \$10 per day, respectively, to \$10 and \$12 per day, effective November 19, 2009. In addition, staff recommends increasing the rates for employee parking in Lot E from \$15 to \$30 per month, effective February 1, 2010. Staff also recommends that premium employee parking rates be established for Lot D and that a new rate for RV parking be increased from \$60 to \$120 per month. The new rates will generate approximately \$2.5 million in additional revenue each year at Los Angeles International Airport.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners rescind the portion of Resolution No. 21629 that relates to the employee and public economy parking rates in Lots B, C, D and E at Los Angeles International Airport; and authorize the Executive Director to reset the daily rate for the public economy parking lots at Los Angeles International Airport, effective November 19, 2009, and increase the rate for monthly employee parking effective February 1, 2010. (Jacqueline Yaft, 424-646-5060)

RECOMMENDATION APPROVED

Moved by:

Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 12. RESOLUTION NO. 23928 – **Award of three (3)-year Contract:** Each to RICONDO & ASSOCIATES, INC. and JACOBS CONSULTANCY, INC. for FINANCIAL CONSULTING SERVICES for LOS ANGELES WORLD AIRPORTS

EXECUTIVE SUMMARY: Staff requests approval to award two (2) separate Contracts to Ricondo and Associates, Inc. and Jacobs Consultancy, Inc. for financial consulting services for all three (3) airports of Los Angeles World Airports for a total amount not-to-exceed \$3 million. Each Contract shall be for an amount not-to-exceed \$1.5 million and shall be for three (3)-years with no renewal options. The scope of the Contracts includes services in the following areas:

- Airline Rates & Charges Analysis
- Utilities Rate-Setting
- Passenger Facility Charge Application Preparation
- Capital Improvement Program Analysis
- Airport Improvement Program and Other Grant Applications
- Benefit-Cost Analysis
- General Financial Services

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners find that the work can be performed more economically or feasibly by an independent contractor than by City employees, approve the Award of three (3)-year Contract to both Ricondo and Associates, Inc. and Jacobs Consultancy, Inc. for financial consulting services for a total amount not-to-exceed \$3 million, and authorize the Executive Director to execute both Contracts with Ricondo and Associates, Inc. and Jacobs Consultancy, Inc. upon approval as to form by the City Attorney. (Ryan Yakubik, 424-646-5162)

RECOMMENDATION APPROVED

Moved by:
Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 13. RESOLUTION NO. 23929 – **Award of Contract:** To KARABUILD DEVELOPMENT, INC. for SOUNDPROOFING MODIFICATION WORK on the project entitled "RESIDENTIAL SOUNDPROOFING PROGRAM, PHASE 13 GROUP 08" at LOS ANGELES INTERNATIONAL AIRPORT, in the amount of \$669,800

EXECUTIVE SUMMARY: Los Angeles International Airport's ("LAX") Residential Soundproofing Program endeavors to relieve neighboring residential properties of airport noise impacts by retrofitting major openings in the structures with new sound-rated products. The LAX Phase 13 Group 08 Project entails soundproofing modification work on forty-six (46) dwelling units (7 single family dwellings, 1 duplex, 1 seven-unit apartment, 1 four-unit apartment and 26 condominium units), all within the LAX noise-impacted area in the City of Los Angeles, Council District 11. Karabuild Development, Inc. is the lowest responsive and responsible Bidder, with a bid amount of \$669,800.

California Code of Regulations, Title 21, Subchapter 6 (California Airport Noise Standards) provides the regulatory framework within which airports must work to reduce, prevent and eliminate incompatible land uses in adjacent off-airport noise-impacted boundaries. All residential properties as well as schools, hospitals, convalescent homes, and places of worship that are subjected to an exterior Community Noise Level of 65 decibels or more are considered to be incompatible land uses. In order to bring these incompatible land uses into compliance, the airport may soundproof or acquire the affected properties. Until these land uses are brought into compliance, LAX operates under a variance from the Noise Regulations for California Airports. At LAX, there are approximately 9,400 noise-impacted dwelling units eligible for Los Angeles World Airports Residential Soundproofing Program, and approval of the Contract will bring completion to 70%.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners find that the work can be performed more economically or feasibly by an independent contractor than by City employees; approve the Award of a Construction Contract to Karabuild Development, Inc., the lowest responsive and responsible Bidder, for the project entitled "Residential Soundproofing Program, Phase 13 Group 08" at Los Angeles International Airport in the amount of \$669,800, for a total authority not-to-exceed \$736,780; and authorize the Executive Director to execute the Contract with Karabuild Development, Inc. upon approval as to form by the City Attorney. (Roger Johnson, 310-846-3156)

RECOMMENDATION APPROVED

Moved by:
Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 14. RESOLUTION NO. – **Request for Bids:** For the project entitled RESIDENTIAL SOUNDPROOFING PROGRAM at LOS ANGELES INTERNATIONAL AIRPORT during Fiscal Year 2009-2010

EXECUTIVE SUMMARY: Los Angeles World Airports (LAWA) is implementing Residential Soundproofing Programs for noise-impacted residences near Los Angeles International Airport (“LAX”). The Residential Soundproofing Program’s modifications relieve neighboring residential properties of interior noise impacts by retrofitting major openings in the structures with new sound-rated products. Typical improvements include, but are not limited to, the replacement of windows, doors, fireplace doors and dampers, installation of attic baffles, insulation and ventilation/HVAC systems. All work is done under permits issued by the Los Angeles Department of Building & Safety.

California Code of Regulations, Title 21, Subchapter 6 (California Airport Noise Standards) provides the regulatory framework within which airports must work to reduce, prevent and eliminate incompatible land uses in adjacent off-airport noise-impacted boundaries. All residential properties as well as schools, hospitals, convalescent homes, and places of worship that are subjected to an exterior Community Noise Level of 65 decibels or more are considered to be incompatible land uses. In order to bring these incompatible land uses into compliance, the airport may soundproof or acquire the affected properties. Until these land uses are brought into compliance, LAX operate under a variance from the Noise Regulations for California Airports. At LAX, there are approximately 9,400 noise-impacted dwelling units eligible for LAWA’s Residential Soundproofing Program.

Approval of the plans and specifications and authorization to advertise for construction bids throughout the upcoming fiscal year will make timely program implementation possible by bidding a group of properties as soon as the homeowners approve the scope of work and execute the requisite installation agreement.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners find that the work can be performed more economically or feasibly by an independent contractor than by City employees, approve the plans and specifications for the project entitled “Residential Soundproofing Program” at Los Angeles International Airport, and authorize the Executive Director to advertise and receive competitive bids for the project entitled “Residential Soundproofing Program” at Los Angeles International Airport during Fiscal Year 2009-2010. (Roger Johnson, 310-846-3156)

DEFERRED

Moved by:

Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 15. RESOLUTION NO. 23930 – **Award of a three (3)-year Contract:** To UNISYS CORPORATION to provide maintenance and repair services for ACCESS CONTROL AND ALARM MONITORING SYSTEMS at LOS ANGELES INTERNATIONAL AIRPORT and LA/ONTARIO INTERNATIONAL AIRPORT in an amount not-to-exceed \$5,100,000

EXECUTIVE SUMMARY: The proposed Contract is to provide maintenance and repair services for the Access Control and Alarm Monitoring Systems (“ACAMS”) at Los Angeles International (“LAX”) and LA/Ontario International Airport (“LA/Ontario”). ACAMS is a secured access system controlling and monitoring security posts, terminals, doors to restricted areas through the use of cardkeys and cyberkeys.

ACAMS was implemented at LAX and LA/Ontario to comply with the Transportation Security Administration, Code of Federal Regulations Part 49 Subpart 1542 mandating safe and secure gates, turnstiles, and security check points for aviation facilities. The resulting Contract will serve as a bridge between the current and new system until such time as the ACAMS replacement system is identified and implemented. Information and Management Technology Group staff requests Board of Airport Commissioners approval to award a three (3)-year Contract to Unisys Corporation in an amount not-to-exceed \$5,100,000.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners find that the work can be performed more economically or feasibly by an independent contractor than by City employees, approve the Award of a three (3)-year Contract to Unisys Corporation to provide maintenance and repair services for Access Control and Alarm Monitoring Systems at Los Angeles International Airport and LA/Ontario International Airport in an amount not-to-exceed \$5,100,000, and authorize the Executive Director to execute the Contract with Unisys Corporation upon approval as to form by the City Attorney. (Dominic Nessi, 424-646-5001)

RECOMMENDATION APPROVED

Moved by:
Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 16. RESOLUTION NO. – **Award of a one (1)-year Contract:** With two (2) one-year Renewal Options, to IRON MOUNTAIN for EMAIL AND BLACKBERRY CONTINUITY/DISASTER RECOVERY SERVICES at LOS ANGELES WORLD AIRPORTS in an amount not-to-exceed \$135,000 annually, for a three (3)-year total amount of \$405,000

EXECUTIVE SUMMARY: The proposed Contract is for Iron Mountain to continue providing services for the secure and safe retrieval and delivery of email in the event of an outage. This applies to both Email and BlackBerry data, which will be recovered through the backup Email Disaster Recovery System on Los Angeles World Airports (LAWA) network. Information and Management Technology Group is requesting award of a one (1)-year Contract with two (2) Renewal Options to be exercised by the Executive Director at her discretion in an amount not-to-exceed \$135,000 annually, for a three (3)-year total amount of \$405,000.

The Contract is for services only; no equipment will be purchased. LAWA is presently developing a comprehensive business continuity/disaster recovery plan, and the Contract will be a bridge until the plan is developed and implemented.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners find that the work can be performed more economically or feasibly by an independent contractor than by City employees; approve the Award of a Contract to Iron Mountain for Email and BlackBerry Continuity/Disaster Recovery Services at Los Angeles World Airports for one (1)-year, with two (2) one-year Renewal Options, and an amount not-to-exceed \$135,000 annually, for a three (3) year total amount of \$405,000; and authorize the Executive Director to execute the Contract and exercise, at the Executive Director's discretion, the subsequent one (1)-year Renewal Options for the Contract with Iron Mountain upon approval as to form by the City Attorney. (Dominic Nessi, 424-646-5001)

DEFERRED

Moved by:
Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 17. RESOLUTION NO. 23931 – **Award of a one (1)-year Contract:** With two (2) one-year Renewal Options, to DIRECT A/V to provide maintenance and repair services for the VIDEO SURVEILLANCE NETWORK SYSTEMS at LOS ANGELES INTERNATIONAL AIRPORT in an amount not-to-exceed \$1,344,000

EXECUTIVE SUMMARY: The proposed Replacement Contract will ensure continuous maintenance and support of the existing Video Surveillance Network (VNET) Systems. The four (4) sub-systems include: Closed Circuit Television cameras, emergency ring down phones, intercoms, and alarms. VNET is the primary security system used to monitor Los Angeles International Airport terminal buildings and curbside mass transit areas, administrative facilities, and parking structures. Information and Management Technology Group staff requests Board of Airport Commissioners approval to award a one (1)-year Contract to Direct A/V in an amount not-to-exceed \$1,344,000 with two (2) Renewal Options to be exercised by the Executive Director at her discretion.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners find that the work can be performed more economically or feasibly by an independent contractor than by City employees; approve the Award of a one (1)-year Contract, with two (2) one-year Renewal Options, to Direct A/V to provide maintenance and repair services for the Video Surveillance Network Systems at Los Angeles International Airport in an amount not-to-exceed \$1,344,000; and authorize the Executive Director to execute the Contract with Direct A/V and exercise, at the Executive Director's discretion, the subsequent one (1)-year Renewal Options for the Contract with Direct A/V upon approval as to form by the City Attorney. (Dominic Nessi, 424-646-5001)

RECOMMENDATION APPROVED

Moved by: Commissioner Aredas
Seconded by: Commissioner Velasco

Ayes: Commissioners Aredas, Lawson, Velasco, Zifkin and President
Rothenberg
Nays: None
Absent: Commissioner Torres-Gil
Discussion: None

ITEM 18. RESOLUTION NO. 23932 – **Request for Bids:** To provide maintenance and support services for the AUTOMATIC VEHICLE IDENTIFICATION SYSTEM at the LOS ANGELES INTERNATIONAL AIRPORT

EXECUTIVE SUMMARY: The proposed replacement contract will ensure continuous maintenance, repair, and support of the existing Automatic Vehicle Identification (AVI) System. The AVI System monitors and tracks commercial ground transportation vehicle activity and contract bus operations 24-hours per day, 7-days per week. Annual revenue, directly and indirectly, generated by the AVI System is approximately \$5,000,000.

The resulting contract will serve as a bridge between the current and replacement system. Therefore, Information and Management Technology Group staff requests Board of Airport Commissioners approval to release the Request for Bids for the AVI System maintenance and support services at the Los Angeles International Airport.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners find that the work can be performed more economically or feasibly by an independent contractor than by City employees, approve the release of a Request for Bids to provide maintenance and support services for the Automatic Vehicle Identification System at Los Angeles International Airport, and authorize the Executive Director release the Request for Bids for the Automatic Vehicle Identification System at Los Angeles International Airport upon approval as to form by the City Attorney. (Dominic Nessi, 424-646-5001)

RECOMMENDATION APPROVED

Moved by:
Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 19. RESOLUTION NO. 23933 – **Award of a three (3)-year Contract:** To GW SURFACES COMPANY for SELF-DRAINING COUNTERTOPS at LOS ANGELES INTERNATIONAL AIRPORT for an amount not-to-exceed \$50,000 annually and an amount not-to-exceed \$150,000 over the three (3)-year term

EXECUTIVE SUMMARY: Staff requests that the Board of Airport Commissioners authorize the Executive Director to Award a three (3)-year Contract to GW Surfaces Company for self-draining countertops at Los Angeles International Airport for an amount not-to-exceed \$50,000 annually and an amount not-to-exceed \$150,000 over the three (3)-year term.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners approve the Award of a three (3)-year Contract to GW Surfaces Company for self-draining countertops at Los Angeles International Airport for an amount not-to-exceed \$50,000 annually and amount not-to-exceed \$150,000 over the three (3)-year term, and authorize the Executive Director to execute the Contract with GW Surfaces Company upon approval as to form by the City Attorney. (David Shuter, 424-646-5315)

RECOMMENDATION APPROVED

Moved by:

Seconded by:

Ayes:

Nays:

Discussion: See Page 28

ITEM 20. RESOLUTION NO. 23934 – **Award of a three (3)-year Contract:** To UNISERVE FACILITIES SERVICES CORPORATION, Bid No. 108-109, for RAMP SCRUBBING AND CLEANING at Terminal 3 in LOS ANGELES INTERNATIONAL AIRPORT for an amount not-to-exceed \$426,888

EXECUTIVE SUMMARY: Staff requests that the Board of Airport Commissioners approve the Award of a three (3)-year Contract to Uniserve Facilities Services Corporation for ramp scrubbing and cleaning at Terminal 3 in Los Angeles International Airport for an amount not-to-exceed \$426,888.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners find that the work can be performed more economically or feasibly by an independent contractor than by City employees; approve the Award of a three (3)-year Contract to Uniserve Facilities Services Corporation, Bid No. 108-109, for ramp scrubbing and cleaning at Terminal 3 in Los Angeles International Airport for an amount not-to-exceed \$426,888; and authorize the Executive Director to execute the Contract with Uniserve Facilities Services Corporation upon approval as to form by the City Attorney. (David Shuter, 424-646-5315)

RECOMMENDATION APPROVED

Moved by:
Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 21. RESOLUTION NO. – **Reject All Proposals:** For the project entitled
“COMPRESSED NATURAL GAS FUEL STATION” on property owned by Los
Angeles World Airports near LOS ANGELES INTERNATIONAL AIRPORT

EXECUTIVE SUMMARY: Staff requests that the Board of Airport Commissioners authorize the Executive Director to reject the proposals received for the project entitled “Compressed Natural Gas Fuel Station” on property owned by Los Angeles World Airports near Los Angeles International Airport.

RECOMMENDATION: Adoption of the Report requesting that the Board of Airport Commissioners reject the proposals received for the project entitled “Compressed Natural Gas Fuel Station” on property owned by Los Angeles World Airports near Los Angeles International Airport, and find that this project should be deferred until impending issues are resolved. (David Shuter, 424-646-5315)

DEFERRED

Moved by:
Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 22. RESOLUTION NO. 23935 – **Travel Expense Statement:** For LOS ANGELES WORLD AIRPORTS COMMISSION PRESIDENT ALAN ROTHENBERG covering travel to SAN JOSE, CALIFORNIA to visit the National Aeronautics and Space Administration Ames Center for a BRIEFING OF THE NORTH AIRFIELD SAFETY STUDY and a TOUR OF THE SIMULATION MODELS OF LOS ANGELES INTERNATIONAL AIRPORT'S NORTH AIRFIELD, August 20, 2009

RECOMMENDATION: Adoption of the Travel Expense Statement for Los Angeles World Airports Commission President Alan Rothenberg covering travel to San Jose, California to visit the National Aeronautics and Space Administration Ames Center for a briefing of the North Airfield Safety Study and a tour of the simulation models of Los Angeles International Airport's North Airfield, August 20, 2009, with airfare in the amount of \$372.20. (Samson Mengistu, 424-646-6251)

RECOMMENDATION APPROVED

Moved by: Commissioner Aredas
Seconded by: Commissioner Lawson

Ayes: Commissioners Aredas, Lawson, Zifkin and Vice President Velasco
Nays: None
Absent: Commissioners Rothenberg and Torres-Gil
Discussion: None

ITEM 23. RESOLUTION NO. 23936 – **Travel Expense Statement:** For LOS ANGELES WORLD AIRPORTS EXECUTIVE DIRECTOR covering travel to SAN FRANCISCO, CALIFORNIA to attend the STANDARD & POOR'S TRANSPORTATION GROUP ROUNDTABLE for Airport CEOs-CFOs, June 29 through 30, 2009

RECOMMENDATION: Adoption of the Travel Expense Statement for Los Angeles World Airports Executive Director Gina Marie Lindsey covering travel to San Francisco, California to attend the Standard & Poor's Transportation Group roundtable for Airport CEOs-CFOs, June 29 through 30, 2009, with airfare in the amount of \$334.20 and expenses of \$256.68. (Samson Mengistu, 424-646-6251)

RECOMMENDATION APPROVED

Moved by:
Seconded by:

Ayes:

Nays:

Discussion: See page 28

ITEM 24. RESOLUTION NO. 23937 – **Travel Expense Statement:** For LOS ANGELES WORLD AIRPORTS EXECUTIVE DIRECTOR covering travel to SAN FRANCISCO, CALIFORNIA to attend the ORGANIZATIONAL PEER REVIEW MEETING, August 19 through 20, 2009

RECOMMENDATION: Adoption of the Travel Expense Statement for Los Angeles World Airports Executive Director Gina Marie Lindsey covering travel to San Francisco, California to attend the Organizational Peer Review meeting, August 19 through 20, 2009, with airfare in the amount of \$369.20. (Samson Mengistu, 424-646-6251)

RECOMMENDATION APPROVED

Moved by:
Seconded by:

Ayes:

Nays:

Discussion: See page 28

Vice President Velasco convened the meeting to honor the memory of Roy Hefner a dedicated Westchester representative on the LAX Citizens' Advisory Council.

CONSENT CALENDAR

President Rothenberg requested a motion of approval for the following enumerated items that did not need amendments or further discussion: 4 deferred, 7, 9 deferred, 11, 12, 13, 14 deferrerd, 15, 16 deferred, 18, 19, 20, 21 deferred, 23 and 24.

Motion of approval of the consent calendar was made by Commissioner Velasco, seconded by Commissioner Torres-Gil and it was unanimously adopted.

MANAGEMENT REPORTS AND INFORMATION

EXECUTIVE DIRECTOR'S REPORT: 1) Development Program Management Update (Art Program & Americans with Disabilities briefing); 2) Regionalization; and 3) Finance Report Part II.

DISCUSSION ITEMS

ITEM 1. **Airport Revenue Bond Issuance 2009:** Issuance and sale of THE DEPARTMENT OF AIRPORTS OF THE CITY OF LOS ANGELES, CALIFORNIA, LOS ANGELES INTERNATIONAL AIRPORT SENIOR REVENUE BONDS AND SUBORDINATE REVENUE BONDS in one or mores series, the tender of certain previously issued bonds, documents related to the aforementioned actions and certain other related matters and actions

Commissioners Lawson and Rothenberg recused themselves from discussion on this item and immediately left the meeting.

Marla Bleavens, Finance Manager, requested the Board amend the Board Report (Attachment A-Resolution) in its entirety, as distributed due to multiple changes throughout the Resolution, Commissioner Torres-Gil moved the amended Resolution-Attached A, seconded by Commissioner Aredas and it was unanimously adopted. The amended item (Attachment A-Resolution) was moved by Commissioner Torres-Gil, seconded by Commissioner Aredas and it was unanimously adopted.

ITEM 2. **Exercise Construction Services Option and First Amendment to Contract No. DA-4337:** With WALSH AUSTIN JOINT VENTURE for the BRADLEY WEST GATES PROJECT at LOS ANGELES INTERNATIONAL AIRPORT EXTENDING THE TERM to December 31, 2014 and ESTABLISHING A CONTRACT AMOUNT of \$545,550,000, which is subject to Change Order Authority; Approve a BUDGETED OWNER'S CONTINGENCY of \$61,410,000; Delegate SIGNATURE AUTHORITY for Change Orders; and Appropriate CAPITAL FUNDS in an amount of \$14,700,000 for the Project

ITEM 3. **Award of Contract:** To WALSH AUSTIN JOINT VENTURE for the Construction Manager At Risk pre-construction and construction services for the "BRADLEY WEST CORE IMPROVEMENTS," a component of the Tom Bradley International Terminal Modernization Project at LOS ANGELES INTERNATIONAL AIRPORT for a term expiring December 31, 2014 and establishing a contract amount of \$584,200,000, which is subject to Change Order Authority; Approve a BUDGETED OWNER'S CONTINGENCY of up to \$66,710,000; Delegate SIGNATURE AUTHORITY for Change Orders; and Appropriate CAPITAL FUNDS in an amount of \$25,060,000 for the Project

Commissioner Lawson requested that Items 2 and 3 be amended to include language that the Board be notified in real time when change orders come in, seconded by Commissioner Aredas and it was unanimously adopted. The amended Items 2 and 3 were moved by Commissioner Lawson, seconded by Commissioner Velasco and both amended items were adopted unanimously.

COMMENTS FROM THE PUBLIC

The Board received comments from the following: Carolina Briones, LAANE; Jenny Chavez, Representative to Councilwoman Janice Hahn; Dave Daley, Empire Transportation, Inc.; Steve Friedmann, Castle & Cooke; Mickey Mitchell, Mickey's Space Ship Shuttle; Rusty Roten, IBEW Business Representative; and Hays Witt, SEIU; and Lawrence M. Frontino, Direct AV.

There being no further business, President Rothenberg with the unanimous consent of the Board ordered the Meeting adjourned at 4:45 p.m.

ATTEST:

PRESIDENT

SECRETARY

NOTE: A complete tape/video recording of this Meeting, exclusive of closed session, has been made and is on file as a public record in the office of the Secretary of the Board of Airport Commissioners. This tape is a public record in accordance with the California Public Records Act (Sections 6250-6260 of the Government Code).