

RESOLUTION NO. _____

A RESOLUTION OF THE COUNCIL OF THE CITY OF BURBANK APPROVING THE BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY'S PLANS FOR USE OF THE ADJACENT PROPERTY AND A-1 NORTH PROPERTY PURSUANT TO PUBLIC UTILITIES CODE SECTION 21661.6(e).

THE COUNCIL OF THE CITY OF BURBANK FINDS:

A. On April 30, 1996, the Council of the City of Burbank approved certain procedures concerning noticing, standards for review, and other matters relating to public hearings and City Council approval of acquisition of property and plans for use of airport property including necessary findings pursuant to California Public Utilities Code ("PUC") Section 21661.6 ("Procedures").

B. Resolution No. 25,633 approved the acquisition by the Burbank-Glendale-Pasadena Airport Authority ("Authority") of the Adjacent Property ("Adjacent Property") which is 49.26 acres of land, a portion of the land formerly known as the Lockheed B-6 property. Resolution No. 28,191 approved a Plan for Use of the Adjacent Property allowing 25 acres to be used for storage of movie production vehicles and equipment, and 16.7 acres ("Parking Lot A") to be used for a maximum of 1,592 passenger parking spaces and 581 employee parking spaces ("Adjacent Property Plan").

C. Resolution No. 26,893 approved the Authority's acquisition and use of approximately 26.7 acres known as the A-1 North Property. On August 24, 2010, Resolution No. 28,190, approved a Plan for Use of the A-1 North Property for the construction of the Regional Intermodal Transportation Center ("A-1 North Property Plan").

D. The Authority has applied to the City for a Development Agreement, zoning and easement changes, and changes to the Adjacent Property Plan and the A-1 North Property Plan, as more fully described below, to allow the following: a 14-gate, 355,000 square foot replacement terminal and replacement parking; airport-related service buildings; fire station; terminal access road; extensions of taxiways and internal roads; closing of parking lots; and demolition of existing terminal and adjacent parking structure (collectively "Project"). The Authority has requested City approval for two separate development options, only one of which would ultimately be developed. One would develop the replacement terminal on the Adjacent Property ("Adjacent Property Option") and the second would develop the replacement terminal on the Southwest Quadrant of airport property with general aviation facilities being relocated to the Adjacent Property ("Southwest Quadrant Option").

E. On May 6, 2016, the Authority submitted applications to modify the Adjacent Property Plan and the A-1 North Property Plan (collectively "Applications").

The Applications seek alternative modifications to the Adjacent Property Plan and the A-1 North Property Plan to authorize either the Adjacent Property Option or Southwest Quadrant Option as follows:

1. Pursuant to the Adjacent Property Option, there would be no change to the A-1 North Property Plan. The Plan for Use for the Adjacent Property under this Option would be amended and restated to allow the replacement terminal and ancillary improvements, as more fully described in Exhibit A, attached hereto.
 2. Pursuant to the Southwest Quadrant Option, the A-1 North Property Plan would be amended to allow realignment of a section of a loop road and provide a shuttle drop-off and pick-up area. The Plan for Use for the Adjacent Property under this Option would be amended and restated to allow use for general aviation facilities and ancillary improvements, as more fully described in Exhibit B, attached hereto.
- F. On July 1, 2016, the City issued a Preliminary Analysis of the proposed changes in the Adjacent Property Plan and A-1 North Property Plan, as required by the Procedures. The Preliminary Analysis concluded that the proposed changes to the Plan for Use of the Adjacent Property and the A-1 North Property would meet the requirements for approval as set forth in the Procedures.
- G. The Replacement Terminal Project was analyzed and examined in a Final Environmental Impact Report (State Clearinghouse No. 2015121095) ("FEIR"). On July 11, 2016, through the adoption of Authority Commission Resolution No. 469, the Authority, as lead agency, certified the FEIR in accordance with the California Environmental Quality Act ("CEQA") Guidelines Section 15090, adopted findings in accordance with Public Resources Code Section 21081 and CEQA Guidelines Section 15091, and issued a Statement of Overriding Considerations in accordance with CEQA Guidelines Section 15093. A Mitigation Monitoring Program (MMRP) was also adopted in accordance with CEQA Guideline Section 15097. The City, as a Responsible Agency under CEQA, considered the FEIR prior to taking action on the Project, made the necessary findings under CEQA, and approved the MMRP, by adopting City Resolution No. _____.
- H. On July 25, 2016, the Council held a public hearing to consider the Applications; the hearing was properly noticed in accordance with the provisions of the Procedures. The City Council considered the report and recommendations of City staff, the PUC Preliminary Analysis, the environmental effects of the Project as shown in the FEIR prepared by the lead agency, all evidence presented, and testimony and written comments submitted by the public prior to and at said public hearing.

THE COUNCIL OF THE CITY OF BURBANK RESOLVES:

1. The advantages to the public of the proposed Plan for Use of the Adjacent Property under the Adjacent Property Option as detailed in Exhibit A and Plan for Use of the Adjacent Property and Plan for Use of the A-1 North Property under the Southwest Quadrant Option, as detailed in Exhibit B, outweigh the disadvantages to both the public and the environment. The approval of the Plans are consistent with the objective of adopting land use measures that minimize the public's exposure to excessive noise and safety hazards within areas around public airports to the extent that these areas are not already devoted to incompatible uses. The evidence supporting this finding is in Exhibit C, attached hereto and incorporated herein.

2. PUC §21661.6 (e) approval for an Amended and Restated Plan for Use of the Adjacent Property and amendment to the Plan for Use of the A-1 North Property is granted as follows and subject to the conditions set forth in Exhibit D.

2.1 This Subsection 2.1 shall only be effective if and when the Authority records a Memorandum of Adjacent Property Replacement Passenger Terminal Selection pursuant to the Modification To Amended And Restated Grant Of Easements, Declaration Of Use Restrictions And Agreement For Adjacent Property authorized by Ordinance No. 16-_____ ("Modification to Easement"). Upon such recordation, the Plan for Use of the Adjacent Property is amended and restated to allow use of the Adjacent Property for a 14-gate 355,000 square foot replacement passenger terminal and ancillary improvements, as detailed in Exhibit A, attached hereto. Upon such recordation, Subsection 2.2 shall be null and void.

2.2 This Subsection 2.2 shall only be effective if and when the Authority records a Memorandum of Southwest Quadrant Replacement Passenger Terminal Selection pursuant to the Modification to Easement. Upon such recordation, the Plan for Use of the Adjacent Property is amended and restated to allow use of the Adjacent Property for general aviation and ancillary improvements, as detailed in Exhibit B, attached hereto. Further, upon such recordation, the Plan for Use of A-1 North as set forth by Resolution No. 28,190 is amended to allow a shuttle drop off/pick up area and a section of relocated recirculated loop road, as detailed in Exhibit B, attached hereto. Upon such recordation, Subsection 2.1 shall be null and void.

3. The City Clerk of the City of Burbank shall mail a copy of this Resolution to the Authority.

PASSED and ADOPTED this _____ day of July 2016.

Jess Talamantes
Mayor of the City of Burbank

Attest:

Zizette Mullins, CMC, City Clerk

Approved as to Form
Office of the City Attorney

Amy Albano, City Attorney

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

I, _____, City Clerk of the City of Burbank, do hereby certify that the foregoing Resolution was duly and regularly passed and adopted by the Council of the City of Burbank at its regular meeting held on the ____ day of August 2016, by the following vote:

AYES:

NOES:

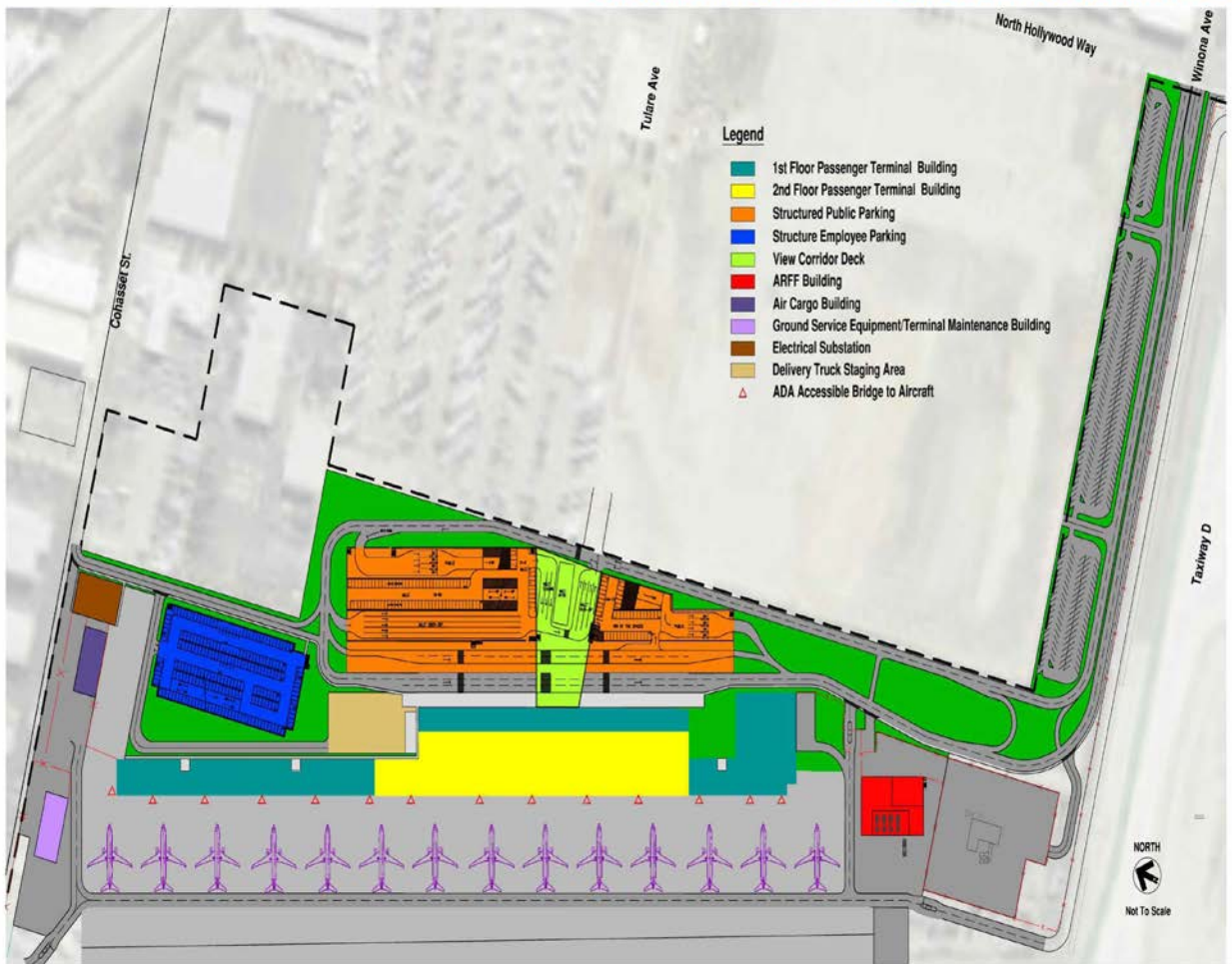
ABSENT:

City Clerk

EXHIBIT A
Amended and Restated Plan for Use of Adjacent Property
Adjacent Property Option

- A. No changes to Plan for Use for A-1 North Property, as approved by the City Council in Resolution 28,190
- B. Plan For Use of Adjacent Property is amended and restated as follows (the attached site plan is incorporated herein):
1. 14 gate passenger terminal - 355,000 square feet - 2 floors with basement, which includes:
 - Tenant space
 - Tenant common areas
 - Concessions
 - TSA/security
 - Public space
 - Authority offices
 - Indoor luggage return
 - Mechanical/utility plant
 2. New Air Cargo Building – 8,000 square feet
 3. New Ground Service Equipment/Terminal Maintenance Building – 8,000 square feet
 4. Parking:
 - New structure – 3180 passenger vehicle spaces with valet center
 - New employee parking structure -- 600 spaces
 - View corridor deck – 35,175 square feet
 - Valet office under view corridor deck – 5,000 square feet
 5. Close Parking Lot A (when replacement parking is constructed and opened)
 6. Realignment and extensions of taxiways, apron and pavement including:
 - Airline parking ramp – 413,600 square feet
 - Taxiway access pavement (on Adjacent Property) – 144,639 square feet
 - Delivery truck staging – 48,130 square feet
 - Ground access vehicle staging – 113,340 square feet
 7. Replacement Aircraft Rescue and Fire Fighting/POLICE/EOC Building (ARFF) - 25,000 square feet
 8. New loop road of 7,000 lineal feet
 9. Remove all other lease uses (including, e.g., Desmond's facility) upon start of construction of the Replacement Terminal
 10. Electrical substation of 10,000 square feet

ADJACENT PROPERTY, FULL SIZE TERMINAL ALTERNATIVE



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**EXHIBIT 3B
SITE PLAN, 1 OF 2**

EXHIBIT B
Amended and Restated Plan for Use of Adjacent Property and
Amended Plan for Use of A-1 North Property
Southwest Quadrant Option

A. Plan for Use of A-1 North Property, as approved by the City Council in Resolution 28,190, is amended to allow a shuttle drop off/ pick up area and a section of relocated recirculated loop road as depicted in the site plan, below, which is incorporated herein.

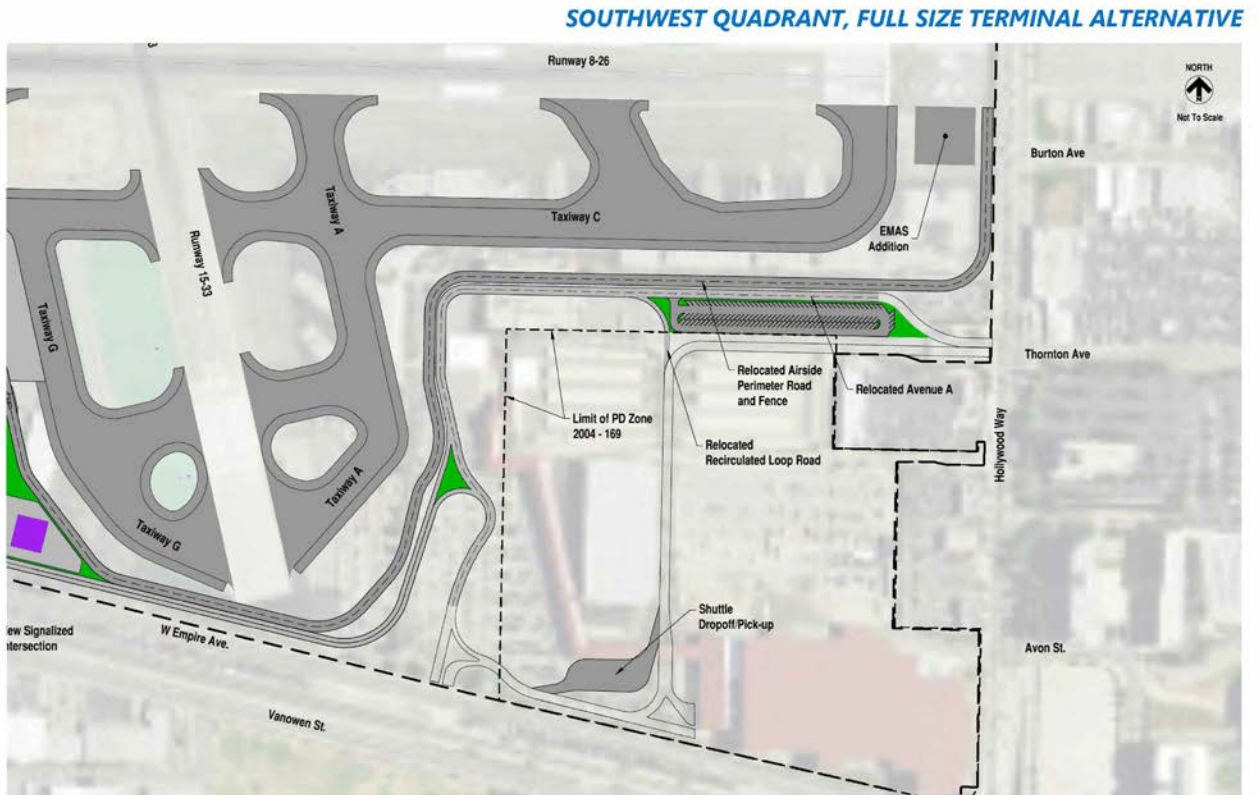
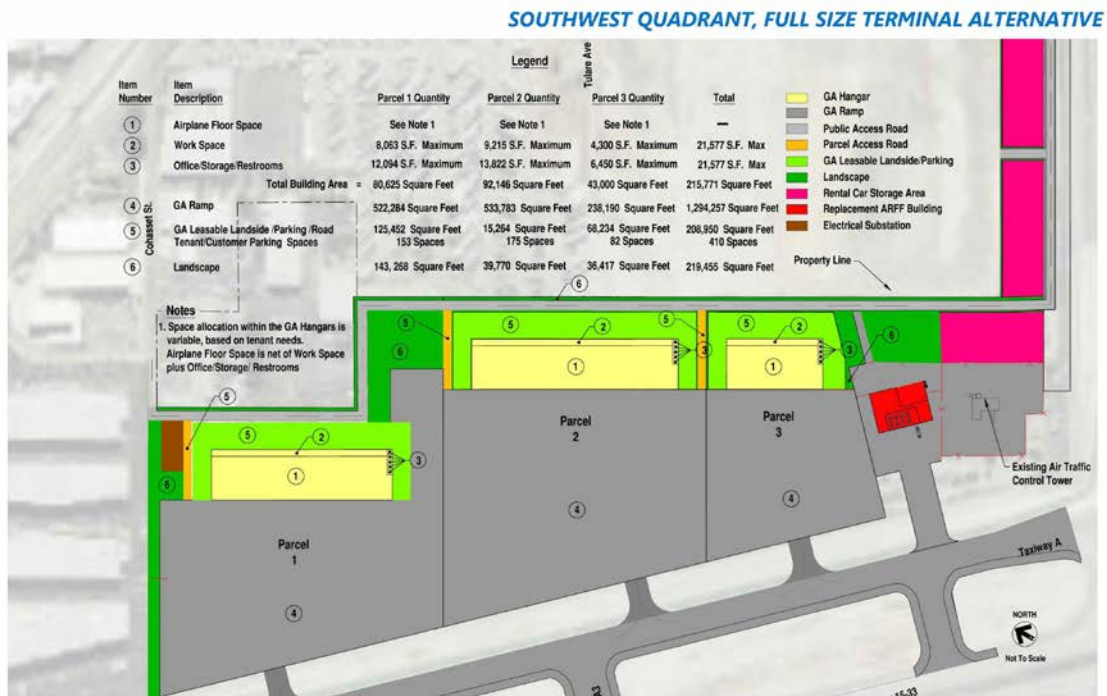


EXHIBIT 13C
SITE PLAN, 2 OF 2

B. Plan For Use of Adjacent Property is amended and restated as follows (see site plan below, which is incorporated herein):

1. General aviation hangar, parcel 1, 2, 3 – 215,771 square feet (The square footage of general aviation hangars/offices on the Adjacent Property may not exceed the square footage of general aviation hangars/offices demolished on the Southwest Quadrant of the airport.)
2. General aviation ramp, parcel 1, 2, 3 – 1,294,257 square feet
3. Leasable public access/road – 208,950 square feet
4. Replacement ARFF – 25,000 square feet
5. Rental car storage area – 196,360 square feet
6. Landscape/drainage area – 115,000 square feet
7. Public access road – 2,950 lineal feet
8. Electrical substation – 10,000 square feet
9. Close parking lot A (when replacement parking is constructed and opened on the Southwest Quadrant)
10. Remove all other lease uses (including, e.g., Desmond's facility) once construction begins on the Adjacent Property.



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**EXHIBIT 18
GENERAL AVIATION HANGARS**

Exhibit C
Evidence in Support of PUC 21661.6(e) Approval Findings

A. The existing passenger terminal does not meet current FAA safety standards and CA seismic standards. A new terminal will be built to these safety standards, as well as being a modern, convenient and efficient passenger terminal.

B. Both the Adjacent Property Option and Southwest Quadrant Option provide for a replacement 14-gate passenger terminal. Because the number of gates is not changing from the existing terminal, the growth for the No Project alternative is the same as the projected growth for either Option. The FEIR compared the two Options against the No Project alternative (FEIR, Vol. 1, ES-13-21). The tables on these pages generally show that impacts are the same or similar to the No Project alternative. The impacts that are greater are generally construction-related and not operationally related.

B. Overall, the Adjacent Property Option has no significant environmental impacts as to noise and Southwest Quadrant Option has one that is less than significant with mitigation (FEIR, Vol. 1, E-9). All traffic-related impacts under either Option are less than significant with appropriate mitigation measures (FEIR, Vol. 1, E-10). Mitigation measures range from adding new turn lanes to signaling an intersection. Each Option requires a Construction Management Plan that will include street closure information, a detour plan, haul routes and staging plans (FEIR, Vol. 1, 3.17- 20 and 3.17-29).

C. Besides the air quality impacts referenced below, all other environmental impacts caused by either the Adjacent Property Option or Southwest Quadrant Option are non-existent, less than significant or less than significant with implementation of mitigation measures (FEIR, Vol. 1, ES-5-6).

D. The FEIR identified only certain air quality impacts as being significant and unavoidable, meaning that no mitigation measure is feasible that would bring the impact to a level of less than significant (FEIR, Vol. 1, ES-5-6). The two Options, as well as the No Project alternative, all affect air quality in a similar way especially as to operations. There are two impacts listed that are significant for No Project, but less than significant for the Adjacent Property Option and Southwest Quadrant Option (FEIR, Vol. 1, ES-5). The No Project alternative causes air quality significant impacts in part because the growth projections are the same for both Options and No Project alternative. (FEIR, Vol. 1, Chapter 3.4.)

E. Based on the required design features and mitigation measures for the Project, the environmental impacts created by the Adjacent Property Option are no greater than the No Project alternative. Therefore, the advantages of having a modern and safer passenger terminal do not create any “disadvantages to the public or environment.” As to the Southwest Quadrant Option there is only one air quality impact of generation of toxic air contaminants that is significant and unavoidable as compared to the NO project alternative. Still, based on all of the design features and mitigation

measures for the Project, the advantages to the public and environment outweigh this unavoidable significant adverse impact.

F. The approvals for an Amended and Restated Plan for Use of the Adjacent Property and amendment to the A-1 North Property Plan and Authority's use of the Adjacent Property and the A-1 North Property is limited to those uses and subject to those restrictions set forth in this Resolution.

G. The approvals for an Amended and Restated Plan for Use of the Adjacent Property and amendment to the A-1 North Property Plan will cause, enable, approve, or authorize the Authority to erect structures, or engage in any construction or development for the purposes of expanding or enlarging the Airport only as provided herein.

H. The approvals for an Amended and Restated Plan for Use of the Adjacent Property and amendment to the A-1 North Property Plan shall not be interpreted to allow uses that are in any manner inconsistent with the terms of other City land use approvals or entitlements including, without limitation, any Planned Development zoning and any Development Agreement for the Project.

I. The approvals for an Amended and Restated Plan for Use of the Adjacent Property and amendment to the A-1 North Property Plan will not directly or indirectly lead to an increase in noise from the Airport and will not directly or indirectly impede the ability of the Airport Authority to secure noise relief for the residents of Burbank consistent with City policies.

EXHIBIT D
Amended and Restated Plan for Use of the Adjacent Property and
Amendment to Plan for Use of A-1 North Property
Conditions of Approval

The Conditions of Approval are as follows:

1. The square footage and location of any structure or facility shall not exceed the size and location set forth in this Resolution.
2. The use of the A-1 North Property and the Adjacent Property shall be in conformity with all other City approvals and the Adjacent Property Easement and may not be modified without further City approval pursuant to PUC § 21661.6(e).
3. The Authority shall construct and maintain the terminal access roads for all terminal alternatives to allow all airport shuttles, Metro buses, and BurbankBus vehicles to access the terminal at no cost to public transit operators. Adequate transit-only bypass lanes shall be provided to allow all transit vehicles to have dedicated bus stop locations for passenger boarding and alighting. These bypass lanes shall be constructed so that they allow vehicles to bypass vehicle traffic congestion caused by passenger car pick-up and drop-off activity in front of the terminal, and shall be of a length sufficient enough to allow transit vehicles to bypass vehicle queuing caused by congestion at the terminal entrance corresponding to the peak travel day of the airport. The Authority shall provide a dedicated passenger boarding and alighting area for all transit vehicles in front of the main terminal entrance, and this area shall be improved with lighting, shelters, transit information, and other transit passenger amenities.
4. The Authority shall provide a dedicated passenger shuttle system -- having a minimum frequency of 10 minutes during peak hours and 20 minutes during non-peak hours -- between the main airport terminal entrance and the Airport RITC, which includes the Burbank Airport Metrolink Station. The Authority shall provide a dedicated passenger shuttle to the future Hollywood Way Metrolink Station.
5. The Authority shall collaborate with Metro or other transit providers to accommodate any future extension of the Metro Orange Line, Metro Red Line, or other regional transit facility, to provide a direct regional transit connection to either the Adjacent Property or Southwest Quadrant Option.
6. If the Authority constructs the Adjacent Property Option and a private commercial development is approved on land abutting the Adjacent Property (on the Trust Property of former B-6 property), the Airport shall, if requested by the City of Burbank or the developer of said site, connect the proposed development to the airport circulation system to provide a direct connection for pedestrians, bicyclists, and transit vehicles to the main terminal entrance. This connection shall be provided at a point located along an imaginary extension of the center line of Tulare Street extended

westward from Hollywood Way to the point where the extension of the center line intercepts the Adjacent Property.

7. Authority shall install a bulletin board, display case, or kiosk displaying transportation information located where the greatest number of employees working at the terminal are likely to see it. Information in the area shall include, but is not limited to, the following:
 - a. Current maps, routes and schedules for public transit routes serving the site.
 - b. Telephone numbers for referrals on transportation information including numbers for the regional ridesharing agency and local transit operators.
 - c. Ridesharing promotional material supplied by commuter-oriented organizations.
 - d. Bicycle route and facility information, including regional/local bicycle maps and bicycle safety information.
 - e. A listing of facilities available for carpoolers, vanpoolers, bicyclists, transit riders and pedestrians at the site.
8. Authority shall install and maintain a total of fifty (50) bicycle racks or other secure bicycle parking as follows. Ten (10) bicycle spots at the Valet Center for the new terminal parking and forty (40) spaces near the new employee parking structure. A bicycle parking facility may also be a fully enclosed space or locker accessible only to the owner or operator of the bicycle, which protects the bike from inclement weather.
9. Authority shall provide a safe and convenient zone in which employee vanpool and carpool vehicles may deliver or board their passengers.
10. Authority shall construct private sidewalks or other designated pathways following direct and safe routes from the external pedestrian circulation system to each building in the development.
11. Authority shall construct safe and convenient access from the external circulation system to bicycle parking facilities on-site.
12. All landscaped areas shall be permanently maintained with healthy planting material, and whenever necessary shall be replanted with suitable vegetation.