

- NOTICE -  
DALLAS/FORT WORTH INTERNATIONAL AIRPORT BOARD OF DIRECTORS  
COMMITTEE MEETINGS

Compensation Committee: 11:00 AM, Tuesday, December 2 2008  
Retirement/Investment Committee: 12:00 PM, Tuesday, December 2, 2008  
Operations Committee: 1:00 PM, Tuesday, December 2, 2008  
Finance/Audit Committee: 2:00 PM, Tuesday, December 2, 2008

**AGENDA**  
**DALLAS-FORT WORTH INTERNATIONAL AIRPORT BOARD**  
**December 4, 2008**  
**8:30 a.m.**

**Meeting Place**  
**3200 E. Airfield Drive**  
**Board Meeting Room – Administration Building**

**NOTICE IS HEREBY GIVEN OF THE DALLAS-FORT WORTH INTERNATIONAL AIRPORT REGULAR BOARD MEETING SCHEDULED FOR THURSDAY, DECEMBER 4, 2008 AT 8:30 A.M., IN THE BOARD ROOM OF THE ADMINISTRATION BUILDING LOCATED AT 3200 E. AIRFIELD DRIVE, DFW INTERNATIONAL AIRPORT.**

THIS MEETING LOCATION IS ACCESSIBLE. REQUESTS FOR ACCOMMODATIONS OR INTERPRETIVE SERVICES MUST BE MADE 48 HOURS PRIOR TO THIS MEETING BY CONTACTING DONNA SCHNELL AT 972-973-5752, FAX 972-973-5751, OR T.D. 1-800-RELAY-TX (1-800-735-2989) FOR INFORMATION OR ASSISTANCE.

Consent Agenda – all items with an asterisk (\*) are a part of the Consent Agenda and require little or no deliberation by the Board. Approval of the Consent Agenda authorizes the Chief Executive Officer or his designee to implement each item in accordance with staff recommendation.

A closed executive session may be held with respect to a posted agenda item if the discussion concerns one of the following:

1. Contemplated or pending litigation or matters where legal advice is requested of the Board's Legal Counsel. Texas Government Code Section 551.071.
2. Personnel matters involving discussions of the qualifications or performance of identifiable individuals already employed or being considered for employment by the Board. Texas Government Code Section 551.074.
3. The deployment, or specific occasions for implementation, of security personnel or devices. Texas Government Code Section 551.076.
4. Discussion concerning sale or lease of real property, or negotiated contracts for donations to the Board, when such discussions would have a detrimental effect on the negotiating position of the Board. Texas Government Code Section 551.072.

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**AGENDA**

- A. Invocation – Chaplain “DD” Hayes
- B. Pledge of Allegiance
- C. Announcements
  - United Way Presentation
  - Aviation & Transportation Career Expo 2008 – Introduction of Jamail Larkins, Grand Marshall
  - Awards Received
    - Excellence in Workforce Wellness from Champions in Health 2008
    - Enterprise Risk Management and LiveWell Programs from Texas Public Risk Management Association (PRIMA)
    - ACI – NA Award for the LiveWell Guide
- D. Approve Minutes - Regular Board Meeting of November 6, 2008
- E. Air Service Highlights - Joe Lopano
  - Current Airline Performance
  - Flash Forecast
  - Shanghai Airport Agreement
  - IATA Slots Conference
- F. Operational Highlights – Jim Crites
  - Employee Recognition

- Irregular Operations Review
  - Operational Performance Report
- G. Revenue Management Highlights – Ken Buchanan
- Revenue Management (Fund 0102)
  - Parking
  - Concessions
  - Rental Car Facility
  - Commercial Development
  - Grand Hyatt (910 Fund)
  - Concessionaire Employee of the Year Recognition
  - Employee Recognition
- H. Financial Report – Chris Poinsatte
- Final FY 2008 Settlement
  - 102 Revenue and Expense Fund Report for October 2008
  - Award – Certificate of Achievement for Excellence in Financial Reporting (GFOA)

### **RETIREMENT/INVESTMENT COMMITTEE**

1. Approve Minutes of the Retirement/Investment Committee Meeting of November 4, 2008.

### **Discussion Items**

2. Quarterly Investment Report by RBC Dain Rauscher.
3. Presentation of Small-Cap Value Investment by Smith Graham.
4. November 2008 Update.
5. Discussion of Real Estate Investment Trusts (REITs).
6. Discussion of Retirement Plan Investment Allocation options.

### **OPERATIONS COMMITTEE**

7. Approve Minutes of the Operations Committee Meeting of November 4, 2008.

### **Discussion Item**

8. Terminal Renovation Program Update.

### **Consent Agenda Items for Consideration**

9. Approve the following Consent Agenda items:\*
- \*10. Approve Increase to Contract 7004042, Guard Services, with Ruiz Protective Services Inc., in an amount not to exceed \$94,000.
- \*11. Approve Execution of Change Order to Contract 9500329, AOA Physical Perimeter Security Upgrades, with EAS Contracting, LP, in an amount not to exceed \$154,236.72.
- \*12. Approve Execution of Change Order to Contract 9500315, Interior Lighting Upgrade at

Terminals A & C, with NovaTech Energy Services, in an amount of \$133,510.62.

- \*13. Approve Execution of Change Order to Contract 9500343, Replace Upper Level Entry Doors at Terminals A, C & E, with Skye Building Services, LLC, in an amount not to exceed \$110,598.

### **Action Items for Individual Consideration**

- 14. Approve Execution of Change Order to Contract 8500234, Northeast Quadrant Perimeter Taxiway Design Services, with Kellogg Brown and Root Services, Inc., in an amount not to exceed \$2,942,348.
- 15. Approve Execution of Change Order to Contract 9500302, Hangar Drainage Modifications, with North Texas Contracting, Inc., in an amount not to exceed \$381,777.
- 16. Approve Execution of Contract 9500361, Millwork Replacement at Terminals A & C, with LEMCO Construction Services, LP, in an amount not to exceed \$995,000.
- 17. Approve Execution of Contract 9500360, Restroom Rehabilitation at Terminal E, with Mega Contractors, Inc., in an amount not to exceed \$2,172,451.29.
- 18. Approve Execution of Change Order to Supplemental Agreement 26, Contract 8500245, Terminal Area Redevelopment Plan, with LopezGarcia Group, Inc., in an amount not to exceed \$3,988,027.
- 19. Approve Execution of Change Order to Supplemental Agreement 7, Contract 8500245, ADP Update/Phase 1B Professional Services, with LopezGarcia Group, Inc., in an amount not to exceed \$490,039.
- 20. Approve Execution of Contract 7004070, Propane, with Ferrellgas LP, in an amount not to exceed \$750,000.
- 21. Approve Execution of three Contracts, Public Safety Uniforms and Special Clothing, Contract 7004074, with Uniforms, Inc., in an amount not to exceed \$101,474.10; Contract 7004080, with GST Public Safety Supply, LLC, in an amount not to exceed \$255,921.40; and Contract 7004081, with Bratwear Group, LLC, in an amount not to exceed \$23,640.
- 22. Approve Renewal of Contract 7003899, Supply of Natural Gas, with NGTS, LP, in an amount not to exceed \$4,000,000.
- 23. Approve Execution of Change Order to Supplemental Agreement 1, Contract 8500245, Asbestos Inspection Services, with LopezGarcia Group, Inc., in an amount not to exceed \$239,000.
- 24. Approve Execution of Change Order to Supplemental Agreement 2, Contract 8500245, Remediation Systems Operation and Maintenance at Terminal B Gate 6 and Terminal C Gate 35, with LopezGarcia Group, Inc., in an amount not to exceed \$341,909.88.

### **Discussion Items**

- 25. Project Controlled Insurance Program (PCIP) Presentation
- 26. Construction and Professional Services Contract Increase(s) approved by Authorized Staff.
- 27. There were no Decrease(s)/Increase(s) in Scope of Work approved by Authorized Staff for this reporting period.

## **FINANCE/AUDIT COMMITTEE**

28. Approve Minutes of the Finance/Audit Committee Meeting of November 4, 2008.
29. Financial Report

### **Consent Agenda Items for Consideration**

30. Approve the following Consent Agenda items:\*
- \*31. Approve Execution of Insurance Policy with Midwest Employers Casualty Company, for Excess Workers Compensation Insurance, in the amount of \$200,043.
- \*32. Approve Award of Purchase Order 257037, Storage Area Network Expansion Equipment, to Lumenate, LP, in the amount of \$176,808.
- \*33. Approve Revision to Resolution 2008-09-230, to reflect the correct Contractor's name of IED Support Services, LLC, dba IED On Call, Contract 7004041, Terminal D Public Address/Voice Evacuation System Maintenance Agreement.
- \*34. Approve Increase to Contract 7006321, Automated Access Control System Services, with Siemens Building Technologies, Inc., in the amount of \$87,636.

### **Action Items for Individual Consideration**

35. Approve Execution of Contract 8002288, Employee Total Rewards Consulting Services, with The Hay Group, in an amount not to exceed \$1,200,000.
36. Approve Termination of Rental Car Concession and Lease Agreement with Southwest-Tex Leasing Co., Inc., dba Advantage Rent-A-Car, for non-payment of rents, fees and taxes, and failure to continue business operations.
37. Approve Execution of Agreement with Canteen Vending Services, Inc.
38. Approve Execution of Lease Agreement with National Air Ventures, dba Hudson Booksellers.
39. Approve Execution of Sponsorship Agreement with Samsung Electronics America, Inc.
40. Approve Award of Purchase Order 257059, Remote Economy and Trail Rail Shuttle Buses, to Lasseter Bus Company, Inc., in the amount of \$4,122,152.
41. Approve 2009-2010 Federal and State Legislative Agenda.
42. Approve Execution of four nine-month Contracts, Legislative Representation and Consulting Services, Contract 8002349, with Cal Varner of Varner and Associates, in an amount not to exceed \$51,975; Contract 8002350, with Charles Evans, in an amount not to exceed \$56,700; Contract 8002352, with Gibson D. Lewis, in an amount not to exceed \$51,975; and Contract 8002351, with Gilbert Turrieta, in an amount not to exceed \$51,975.
43. Approve Execution of two Renewal Contracts, Federal Legislative Representation and Consulting Services, Contract 8002264, with Felix Sanchez, dba Quorum, LLC, in an amount not to exceed \$100,000; and Contract 8002265, with Hogan and Hartson, LLP, in an amount not to exceed \$240,000.
44. Approve Increase to Contract 7002660, Oracle Governmental Financials Software Maintenance and Support, with Oracle Corporation, in an amount not to exceed \$850,000.

45. Approve Investment Policy, Authorized Broker/Dealers and Investment Strategies.
46. Approve Authorization to Execute a Depository Agreement with Citibank, N.A.
47. Approve Execution of Contract 8002356, Consulting Services Relative to Foreign Trade Zone 39, with Ernst and Young, L.L.P., in an amount not to exceed \$225,000.
48. Approve Execution of Reimbursement Agreement with Twinrose Regent, LLC, in an amount not to exceed \$53,379.74.

### **Discussion**

49. Purchase Orders/Contracts and Professional Services Contracts approved by Authorized Staff.
50. Permits Issued by Aviation Real Estate.
51. Permits Issued by Revenue Management.
52. Lease Management Recommendations.
53. Permit Issued by Commercial Development.
54. Commercial Development Task Force.
55. DART/DFW Transit Oriented Development.
56. Monthly M/WBE Expenditure Report.

### **CLOSED SESSION**

57. In accordance with the provisions of Section 551.071 of the Texas Government Code, a closed session will be held for the purpose of seeking the Board's attorney's advice with respect to pending or contemplated litigation, to wit:

- (a) Dallas-Fort Worth International Airport vs Federal APD, pending in Dallas State District Court and Federal APD vs Dallas-Fort Worth International Airport Board, pending in Dallas Federal District Court.

And;

In accordance with provisions of Section 551.076 of the Texas Government Code, a closed session will be held relating to the deployment, and/or specific occasions for implementation, of security personnel or devices, to wit:

- (b) Transportation Security Act Compliance

And;

In accordance with provision of Section 551.072 of the Texas Government Code, a closed session will be held relating to sale or lease of real property, or negotiated contracts for donations to the Board, when such discussions would have a detrimental effect on the negotiating position of the Board, to wit:

- (c) Terminal Lease Negotiations
- (d) Use Agreement Negotiations

And;

In accordance with provisions of Sections 551.071 and 551.072 of the Texas Government Code, a closed session will be held with respect to:

- (e) Discussion of (1) gas royalty dispute with Chesapeake Energy Corporation, (2) Chesapeake's request to transport off-Airport gas across Airport, (3) Chesapeake's request to waive 80/20 requirement for pooling with off-Airport gas, (4) Chesapeake's request to dispose of off-Airport wastewater on the Airport, and (5) dispute with Chesapeake regarding mandatory number of drilling rigs at the Airport.

And;

In accordance with provisions of Section 551.074 of the Texas Government Code, a closed session will be held to discuss the qualifications or performance of an identifiable Board employee, to wit:

- (f) Review and Evaluate the Performance of the Director of the Department of Audit Services.
- (g) Review and Evaluate the Performance of the Chief Executive Officer.

## **OPEN SESSION**

### **Action Items**

- 58. Approve Increase to Legal Services Contract, with Moses, Palmer & Howell, in the amount not to exceed \$100,000.
- 59. Approve Compensation and/or Benefits Adjustments for the Director of the Department of Audit Services.
- 60. Approve Compensation and/or Benefits Adjustments for the Chief Executive Officer.

### **Discussion**

- 61. Registered Speakers (items unrelated to agenda items)  
Albert Zapanta, PAZ Energy LLC
- 62. Other Business
- 63. Next Committee meetings – January 6, 2009  
Next Regular Board meeting – January 8, 2009