

**MINUTES OF THE  
DALLAS-FORT WORTH INTERNATIONAL AIRPORT BOARD  
March 5, 2009  
8:30 a.m.**

**Convening of the Meeting** - The Regular Meeting of the Dallas-Fort Worth International Airport Board was duly convened and held in the Board Room of the Administration Building of the Dallas-Fort Worth International Airport Board at 8:30 a.m. on March 5, 2009, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

Lillie Biggins, Chair	Robert Hsueh
Ben Muro, Vice Chair	Brenda E. Reyes
Francisco Hernandez, Secretary	Forrest Smith
Mayor Tom Leppert	Jeff Wentworth
Mayor Mike Moncrief	Bernice J. Washington
Betty J. Culbreath	

**Board staff in attendance:**

Jeff Fegan, Ken Buchanan, Jim Crites, Joe Lopano, Chris Poinsette, Linda Valdez Thompson, Rob Darby, Gary Keane, Zenola Campbell, Ken Capps, Armin Cruz, Carol Davis, William Flowers, Rusty Hodapp, Don O'Bannon, Perfecto Solis, Gregory Spoon, John Terrell, Sherry Vidal-Brown, Max Underwood, Donna Schnell

- A. The invocation was given by Chaplain Les Grounds.
- B. The Pledge of Allegiance of recited.
- C. Announcements
  - Sherry Vidal-Brown, the new Vice President of Human Resources, was introduced.
  - Devon Tiner of Airport Development & Engineering was recognized for being named "Young Engineer of the Year" by the American Society of Civil Engineers.
  - Incoming Board Members Betty J. Culbreath and Brenda E. Reyes were introduced and took the Oath of Office.
- D. Election of 2009 Officers was held after Closed Session and the following Officers were nominated and elected:
  - Ben Muro, Chair
  - Francisco Hernandez, Vice Chair
  - Robert Hsueh, SecretaryThe new Officers will assume their positions on April 1, 2009.
- E. The minutes of the Regular Board Meeting of February 5, 2009 were approved.

- F. Joe Lopano, Executive Vice President Marketing and Terminal Management, presented Air Service Highlights as follows:
  - Current Airline Performance
  - Flash Forecast
  - Routes Regional Americas Conference
  - Marketing Award
  - New Summer Flights
  - Advertising Awards
  - Network Conference
  
- G. Jim Crites, Executive Vice President Operations, presented Operational Highlights as follows:
  - Employee Recognition
  - Irregular Operations Review
  - Operational Performance Report
  
- H. Ken Buchanan, Executive Vice President Revenue Management, presented Revenue Management Highlights as follows:
  - Revenue Management (Fund 0102)
  - Parking
  - Concessions
  - Rental Car Facility
  - Commercial Development
  - Grand Hyatt (910 Fund)
  - Natural Gas Royalties Cash Received (301NG)
  - Concessions ARN Awards
  
- I. Chris Poinsette, Chief Financial Officer, presented the Financial Report as follows:
  - 102 Revenue and Expense Fund

#### **RETIREMENT/INVESTMENT COMMITTEE**

Retirement/Investment Committee Chair Jeff Wentworth reported that the Retirement/Investment Committee met on Tuesday, March 3, 2009, at 12:30 p.m. in the Board Room of the Administration Building and recommended approval of the following:

1. The minutes of the Retirement/Investment Committee Meeting of February 3, 2009 were approved at the Committee Meeting of March 3, 2009.

#### **Discussion Items**

2. The Quarterly Investment Results as of December 31, 2008 and February 2009 Flash Results were presented by John Pickett of RBC Wealth Management at the Committee Meeting of March 3, 2009.
  
3. An Investment Manager Presentation was given by Kim Calhoun and David Spika of the Westwood Group.

## **OPERATIONS COMMITTEE**

Operations Committee Chair Ben Muro reported that the Operations Committee met on Tuesday, March 3, 2009, at 1:00 p.m. in the Board Room of the Administration Building and recommended approval of the following:

4. The minutes of the Operations Committee Meeting of February 3, 2009 were approved at the Committee Meeting of March 3, 2009.

## **Consent Agenda Items for Consideration**

5. Approve the following Consent Agenda items:\*
- \*6. The Airport Board unanimously adopted Resolution 2009-03-037 to approve Interlocal Agreement for Fire and Explosion Investigations with the Tarrant County Fire and Arson Investigators Association.
- \*7. The Airport Board unanimously adopted Resolution 2009-03-038 to approve Execution of Contract 8500245, Supplemental Agreement 21, Commissioning Services for Terminal B & E Passenger Boarding Bridge Replacement, with LopezGarcia Group, Inc., in the amount not to exceed \$112,267.52.
- \*8. The Airport Board unanimously adopted Resolution 2009-03-039 to approve Execution of Change Order to Contract 9500258, Perimeter Taxiway – Southeast Quadrant, with W.W. Webber, LLC, in the amount not to exceed \$62,613.34.

## **Action Items for Individual Consideration**

9. The Airport Board adopted Resolution 2009-03-040 to approve Execution of Contract 9500368, Terminal A Concession Infrastructure Improvements, with Skye Building Services, LLC, in the amount not to exceed \$726,000. Board Member Forrest Smith voted against this item.
10. The Airport Board adopted Resolution 2009-03-041 to approve Execution of Change Order to Reimbursement Agreement 5000918, Southeast Quadrant Perimeter Taxiway Systems, with Oncor Electric Delivery Company, LLC, in the amount not to exceed \$297,623. Board Member Betty J. Culbreath voted against this item.
11. The Airport Board unanimously adopted Resolution 2009-03-042 to approve Execution of Contract 9500371, Restroom Rehabilitation at Terminal C, with Azteca Enterprises, Inc., in the amount not to exceed \$2,015,000.
12. The Airport Board unanimously adopted Resolution 2009-03-043 to approve Ratification of Award of Purchase Order 257437, Runway Deicing Fluid, to Old World Industries, Inc., in the amount not to exceed \$483,947.20; and reject all bids received for Solicitation 7004088, Runway Deicing Fluid.
13. The Airport Board unanimously adopted Resolution 2009-03-044 to approve Agreement for Reclaimed Water Service with the City of Fort Worth.

### **Discussion Items**

14. An Economic Stimulus Package Briefing was presented by Perfecto Solis, Vice President Airport Development & Engineering at the Committee Meeting of March 3, 2009.
15. Construction and Professional Services Contract Increase(s) approved by Authorized Staff were distributed to the Board.
16. Decrease(s)/Increase(s) in Scope of Work approved by Authorized Staff were distributed to the Board.

### **FINANCE/AUDIT COMMITTEE**

Finance/Audit Committee Chair Francisco Hernandez reported that the Finance/Audit Committee met on Tuesday, March 3, 2009, 2:00 p.m. in the Board Room of the Administration Building and recommended approval of the following:

17. The minutes of the Finance/Audit Committee Meeting of February 3, 2009 were approved at the Committee Meeting of March 3, 2009.
18. The Financial Report was given in item I above.
19. Alternative Minimum Tax (AMT) Overview was presented by Chris Poinatte, Chief Financial Officer, at the Committee Meeting of March 3, 2009.

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

20. Approve the following Consent Agenda items:\*
- \*21. The Airport Board unanimously adopted Resolution 2009-03-045 to approve Increase to Contract 8001894, Public Relations Services, with Burson-Marsteller, in the amount not to exceed \$220,000.
- \*22. The Airport Board unanimously adopted Resolution 2009-03-046 to approve Execution of Contract with American Safety Indemnity Company, for Environmental Impairment Liability Insurance, in the amount not to exceed \$82,961.
- \*23. The Airport Board unanimously adopted Resolution 2009-03-047 to approve Execution of License Agreement with the City of Fort Worth for Water Main Extension.

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

24. The Airport Board unanimously adopted Resolution 2009-03-048 to approve Execution of Letter Agreement Resolving Hyatt Regency DFW Rental Dispute.
25. This item was pulled. A contract for Fiber Installation Services will be rebid at a later date. Approve Execution of Contract 7004089, Fiber Installation Services, with Able Communications, Inc., in the amount not to exceed \$400,000.

Registered Speaker Tom Lazo of Lazo Technologies addressed the Board regarding his concerns about how the bid process on this contract was handled.

26. The Airport Board unanimously adopted Resolution 2009-03-049 to approve Execution of Contract 7004120, Maintenance of AOA Perimeter Fence Security System, with FLIR Systems, Inc., in the amount not to exceed \$678,887.01.
27. The Airport Board unanimously adopted Resolution 2009-03-050 to approve Execution of Contract 7004117, Professional Maintenance of Terminal D Operational Database, with BenchMark Data Management, Inc., in the amount not to exceed \$556,800.

### **Discussion Items**

28. Purchase Orders/Contracts and Professional Services Contracts approved by Authorized Staff were distributed to the Board.
29. License Issued by Commercial Development was distributed to the Board.
30. Monthly M/WBE Expenditure Report was distributed to the Board.

### **CLOSED SESSION**

31. In accordance with provisions of Section 551.076 of the Texas Government Code, a closed session was not held relating to the deployment, and/or specific occasions for implementation, of security personnel or devices, to wit:

(a) Transportation Security Act Compliance

And;

In accordance with provision of Section 551.072 of the Texas Government Code, a closed session was not 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:

(b) Terminal Lease Negotiations

(c) Use Agreement Negotiations

And;

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

- (d) 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.

**OPEN SESSION**

- 32. Registered Speakers (items unrelated to agenda items)

Registered speakers Albert Zapanta of PAZ Energy and Stefani Carter, representing ICC Energy, addressed the Board concerning alleged on-going MWBE issues under the Chesapeake Energy contract.

- 33. There was no other business.
- 34. Next Committee meetings – March 31, 2009  
Next Regular Board meeting – April 2, 2009

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Benjamin Muro  
Chair

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Robert Hsueh  
Secretary