

**MINUTES OF THE
DALLAS-FORT WORTH INTERNATIONAL AIRPORT BOARD
August 6, 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 August 6, 2009, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

Ben Muro, Chair	Brenda E. Reyes
Francisco Hernandez, Vice Chair	Forrest Smith
Robert Hsueh	Bernice J. Washington
Councilmember Sheffie Kadane ¹	Jeff Wentworth
Mayor Mike Moncrief	Jayne Peters ²
Lillie Biggins	

Board staff in attendance:

Jeff Fegan, Ken Buchanan, Jim Crites, Joe Lopano, Chris Poinsette, Linda Thompson, Rob Darby, Gary Keane, Andy Bell, Alan Black, Zenola Campbell, Armin Cruz, William Johnson, Rusty Hodapp, Don O'Bannon, Perfecto Solis, Gregory Spoon, John Terrell, Byford Treanor, Max Underwood, Donna Schnell

- A. The invocation was given by Chaplain Les Grounds.
- B. The Pledge of Allegiance was recited.
- C. Announcements
 - Greater Dallas Asian American Chamber of Commerce "Corporation of the Year Award" was presented to Dallas-Fort Worth International Airport by Board Chairman Lal Daswani and Chairman-elect Esau Liu.
 - Judson W. Murdock, the new Area Port Director of U.S. Customs and Border Protection for Dallas-Fort Worth International Airport was introduced.
- D. The minutes of the Regular Board Meeting of July 2, 2009 were approved.
- E. Air Service Highlights were presented by Joe Lopano, Executive Vice President of Marketing and Terminal Management, as follows:
 - Current Airline Performance
 - Marketing Issues
 - Customer Service Issues
- F. Operational Highlights were presented by Jim Crites, Executive Vice President Operations, as follows:
 - Employee Recognition
 - Irregular Operations Review

¹ Designated voting representative by City of Dallas.

² Non-voting Member from the City of Coppell.

- Operational Performance Report
- G. Revenue Management Highlights were presented by Chris Poinsatte, Chief Financial Officer, in Ken Buchanan's absence, as follows:
- Revenue Management (Fund 0102)
 - Parking
 - Concessions
 - Rental Car Facility
 - Commercial Development
 - Grand Hyatt (910 Fund)
 - Natural Gas Royalties Cash Received (301NG)
- H. Financial Report was presented by Chris Poinsatte, Chief Financial Officer

OPERATIONS COMMITTEE REPORT

Operations Committee Chair Francisco Hernandez reported that the Operations Committee met on Tuesday, August 4, 2009, at 1:00 p.m. in the Board Room of the Administration Building and recommended approval of the following:

1. The minutes of the Operations Committee Meeting of June 30, 2009 were approved at the Committee Meeting of August 4, 2009.

Consent Agenda Items for Consideration

2. The Board unanimously adopted Resolution 2009-08-155 to approve Award of Purchase Order 257948, Indoor Firing Range Baffle Replacement, to Meggitt Training Systems, Inc., in the amount of \$151,575.00.
3. The Board unanimously adopted Resolution 2009-08-156 to approve Execution of two Contracts for Annual Inspection of Elevators, Escalators, and Moving Sidewalks: Contract 7004140 with Atlas Elevator Inspection Service, Inc., in the amount not to exceed \$224,490; and Contract 7004145 with Setec Elevator Consulting, in the amount not to exceed \$75,600.
4. The Board unanimously adopted Resolution 2009-08-157 to approve Execution of Contract 7004138, Herbicides, with Crop Production Services, Timberland Division, in the amount not to exceed \$141,484.50.
5. The Board unanimously adopted Resolution 2009-08-158 to approve Execution of Contract 7004141, Parking Lot Striping Services, with BTA Services, Ltd., in the amount not to exceed \$164,729.09.
6. The Board unanimously adopted Resolution 2009-08-159 to approve Execution of Contract 9500376, South Channel Rehabilitation, with Gibson & Associates Inc., in the amount not to exceed \$99,712.50.

Action Items for Individual Consideration

7. The Board unanimously adopted Resolution 2009-08-160 to approve Award of Purchase Order 257886, Replacement Structural Fire Apparatus, to Martin Apparatus, Inc., in the amount of \$1,093,044.
8. The Board unanimously adopted Resolution 2009-08-161 to approve Other Transaction Agreement (OTA) Phase II, between the U.S. Department of Homeland Security – Transportation Security Administration and the Dallas/Fort Worth International Airport.
9. The Board unanimously adopted Resolution 2009-08-162 to approve Execution of Contract 9500367, Elevator Replacement at Terminal E, with Phillips/May Corporation, in the amount not to exceed \$1,154,333.
10. The Board unanimously adopted Resolution 2009-08-163 to approve Execution of Contract 9500377, Restore PCA (Pre-conditioned air system and passenger boarding bridge HVAC systems) in Terminal E, with INET Airport Systems, Inc., in the amount not to exceed \$2,048,350.
11. The Board unanimously adopted Resolution 2009-08-164 to approve Execution of Change Order to Contract 9500319, Replacement of PCA Units in Terminals A and C, with INET Airport Systems, Inc., in the amount not to exceed \$34,121.62.
12. The Board unanimously adopted Resolution 2009-08-165 to approve Execution of Change Order to Contract 9500368, Terminal A Concession Infrastructure Improvements, with SKYE Building Services, LLC, in a deductive amount of not less than (\$144,703).
13. The Board unanimously adopted Resolution 2009-08-166 to approve Award of Contract 7004123, Terminal Seating Maintenance, with Facilitech, Inc., dba Business Interiors, in the amount of \$267,655.68.

Discussion Items

14. Terminal Renovation Update presentation was given by Perfecto Solis, VP Airport Development & Engineering, at the Committee Meeting of August 4, 2009.
15. Energy Efficiency Projects Update was given by Rusty Hodapp, VP Energy & Transportation Management, at the Committee Meeting of August 4, 2009.
16. City of Fort Worth Reclaimed Water Project Update was given by Rusty Hodapp, VP Energy & Transportation Management, at the Committee Meeting of August 4, 2009.
17. There were no Construction and Professional Services Contract Increase(s) approved by Authorized Staff during this reporting period.
18. There were no Decrease(s)/Increase(s) in Scope of Work approved by Authorized Staff during this reporting period.

FINANCE/AUDIT COMMITTEE REPORT

Finance/Audit Committee Chair Bernice J. Washington reported that the Finance/Audit Committee met on Tuesday, August 4, 2009, at 2:00 p.m. in the Board Room of the Administration Building and recommended approval of the following:

19. The minutes of the Finance/Audit Committee Meeting of June 30, 2009 were approved at the Committee Meeting of August 4, 2009.
20. Financial Report was presented in item H above.

Consent Agenda Items for Consideration

21. The Board unanimously adopted Resolution 2009-08-167 to approve Increase to Contract 8002369, Proactive Communication Consulting Services, with Chris Gavras Group, dba The CG Group, Inc., in the amount not to exceed \$45,000.
22. The Board unanimously adopted Resolution 2009-08-168 to approve Increase to Contract 7003983, Trunked Radio System Capacity Upgrade, with Harris Corporation, Inc., in the amount not to exceed \$180,000.

Action Items for Individual Consideration

23. The Board unanimously adopted Resolution 2009-08-169 to approve the creation of a new standing committee to be called the Executive Compensation Committee.
24. This item was approved at the Special Board Meeting on July 31, 2009. Approve FY 2010 Operating Revenue and Expense Fund Budget.
25. This item was approved at the Special Board Meeting on July 31, 2009. Approve Schedule of Charges for FY 2010.
26. This item was approved at the Special Board Meeting on July 31, 2009. Approve Capital Transfers for FY 2010.
27. The Board unanimously adopted Resolution 2009-08-170 to approve Contract Renewal List for First Quarter of Fiscal Year 2010.
28. The Board unanimously adopted Resolution 2009-08-171 to approve Resolution relating to the sale of DFW Airport Series 2009A Joint Revenue Bonds.
29. The Board unanimously adopted Resolution 2009-08-172 to approve Resolution relating to the sale of DFW Airport Series 2009B Joint Revenue Refunding Bonds.
30. The Board unanimously adopted Resolution 2009-08-173 to approve Acceptance and Execution of Grant 3-48-0064-92-09, Agreement for Airport Improvement Program, in an amount of \$1.2 million to develop a new GIS mapping system.

Discussion Items

31. Department of Audit Services' Quarterly Audit Update was presented by Rob Darby, Director Audit Services, at the Committee Meeting of August 4, 2009.
32. Purchase Orders/Contracts and Professional Services Contracts approved by Authorized Staff were distributed to the Board.
33. Monthly M/WBE Expenditure Report was distributed to the Board.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE REPORT

Concessions/Commercial Development Committee Chair Forrest Smith reported that the Concessions/Commercial Development Committee met on Tuesday, August 4, 2009, at 2:30 p.m. in the Board Room of the Administration Building and recommended the approval of the following:

34. The minutes of the Concessions/Commercial Development Committee Meeting of June 30, 2009 were approved at the Committee Meeting of August 4, 2009.

Action Items for Individual Consideration

35. The Board unanimously adopted Resolution 2009-08-174 to approve Agreement to Allow Transport and Disposal of Off-Airport Brackish Water, an amendment to Chesapeake Pipeline License.
36. The Board unanimously adopted Resolution 2009-08-175 to approve clarified process for applying the Minimum Annual Guarantee (MAG) adjustment for Terminal D South Mezzanine Duty Free and the landside newsstand locations that was approved on June 4, 2009.
37. The Board unanimously adopted Resolution 2009-08-176 to approve Permit 239048 with AT&T Mobility Texas LLC to continue to maintain and operate an antenna site.

Discussion Items

38. Permit issued to Clear Channel Outdoor, Inc., d/b/a/ Clear Channel Airports, for five (5) jet bridge advertising displays was distributed to the Board.
39. Airport Concessions Lease Article 10: Cash Deposit or Surety Bond presentation was given by Zenola Campbell, VP Concessions, at the Committee Meeting of August 4, 2009.

CLOSED SESSION

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

- (a) PAZ Energy LLC v. Dallas/Fort Worth International Airport Board, City of Dallas, City of Fort Worth, Cause No. 153-237052-09
- (b) Di Ann Sanchez vs. The Dallas-Fort Worth International Airport Board

And;

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:

- (c) 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:

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

OPEN SESSION

Action Items

- 41. This was approved under item 23. Approve the creation of a new standing committee to be called the Executive Compensation Committee.
- 42. This item was approved at the Special Board Meeting on July 31, 2009. Approve FY 2010 Operating Revenue and Expense Fund Budget.
- 43. This item was approved at the Special Board Meeting on July 31, 2009. Approve Schedule of Charges for FY 2010.
- 44. This item was approved at the Special Board Meeting on July 31, 2009. Approve Capital Transfers for FY 2010.

Discussion Items

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

Anthony Eggleston, CEO of The Airport Valet, was registered to speak regarding the rate increase on off-airport valet and self-park providers, but did not appear at the Board Meeting.

- 46. Next Committee meetings – September 1, 2009
Next Regular Board meeting – September 3, 2009

Benjamin Muro
Chair

Robert Hsueh
Secretary