– NOTICE –
DALLAS FORT WORTH INTERNATIONAL AIRPORT
BOARD OF DIRECTORS
COMMITTEE MEETINGS TUESDAY, APRIL 9, 2019

Operations Committee: 12:30 p.m.
Finance/Audit Committee: 12:50 p.m.
Concessions/Commercial Development Committee: 1:00 p.m.

AGENDA
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
April 11, 2019
8:30 a.m.

MEETING PLACE
2400 AVIATION DRIVE
BOARD ROOM – DFW AIRPORT HEADQUARTERS BUILDING
DFW AIRPORT, TX 75261
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 972-973-4651, OR T.D. 1-800-RELAY-TX (1-800-735-2989) FOR INFORMATION OR ASSISTANCE. ADDITIONAL SEATING IS AVAILABLE IN THE MULTI-PURPOSE ROOM 1B1002T ACROSS FROM THE BOARD ROOM.

FOR DFW AIRPORT BOARD MEETING INFORMATION OR TO REGISTER TO SPEAK AT A BOARD MEETING, PLEASE EMAIL THE BOARD SECRETARY OR CALL 972 973-5752 BY 5 P.M. THE DAY BEFORE THE MEETING.

Consent Agenda – all items under this heading 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. 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.

3. 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.

4. The deployment, or specific occasions for implementation, of security personnel or devices. Texas Government Code Section 551.076.

- - - - -

AGENDA

A. Invocation – Chaplain DD Hayes

B. Pledge of Allegiance

C. Announcements

D. Approve Minutes of the Regular Board Meeting of March 7, 2019.

E. Air Service Highlights – Milton De La Paz

F. Financial Report – Chris Poinsatte

G. FY2019 Debt Plan – Chris Poinsatte

H. Commercial Development Briefing – John Terrell

I. Legislative Agenda – John Ackerman
OPERATIONS COMMITTEE

1. Approve Minutes of the Operations Committee Meeting of March 5, 2019.

Consent Items for Consideration

Alan Black  
2. Approve execution of a Memorandum of Understanding between the Dallas Fort Worth International Airport and the Federal Bureau of Investigation Dallas Division.

3. Approve execution of Contract No. 7006740, for Indoor Gun Range Bullet Trap Maintenance, with Best Technology Systems, Inc., of Plainfield, Illinois, in an amount not to exceed $92,775.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

4. Approve execution of Contract No. 7006733, for Indoor Gun Range and Cleaning Services, with United Site Services of Texas, of Dallas, Texas, in an amount not to exceed $67,185.00; and Contract No. 7006793, with United Rentals (North America), dba Reliable Onsite Services, of Forest Hill, Texas, in an amount not to exceed $27,290.12, for the initial one-year term of the Contract, with options to renew for four additional one-year periods. Total amount for this Action is $94,475.12.

Rusty Hodapp  
5. Approve an increase to Contract No. 9500625, Skylink Fire Detection and Suppression Systems Replacement, with Gilbert May, Inc., dba Phillips May Corporation, of Dallas, Texas, in an amount not to exceed $179,675.99, for a revised Contract amount of $2,061,609.07.

Tammy Huddleston  
6. Approve Ratification of Purchase Order No. 275501, for Repairs to a Water Line, with Tri Dal Utilities, Ltd, of Southlake, Texas, in the amount of $112,436.00.

Action Items for Consideration

Rusty Hodapp  
7. Approve execution of Contract No. 9500655, for Rental Car Center Restroom Renovation, with MK Construction, of Irving, Texas, in an amount not to exceed $645,400.00, for the 210 calendar day term of the Contract.

8. Approve execution of Contract No. 9500661, for North and South Control Plaza Generators, with Gadberry Construction Company, Inc., of Dallas, Texas, in an amount not to exceed $1,096,000.00, for the 260 calendar day term of the Contract.
9. **Approve execution of Contract No. 9500659, Hardening of Assets and Control Plaza Attenuator Replacements, with Gilbert May, Inc., dba Phillips May Corporation, of Dallas, Texas in an amount not to exceed $2,396,333.00, for the 425 calendar day term of the Contract.**

10. **Approve execution of Contract No. 9500667, for Terminals B & E Replacement of Passenger Boarding Bridges B9, B26, E31, and E34, with Gadberry Construction Company, Inc., of Dallas, Texas, in an amount not to exceed $3,216,809.00, for the 395 calendar day term of the Contract.**

11. **Approve execution of Contract No. 9500658, Lounge Finish Out at Terminal D, with Azteca Enterprises, of Dallas, Texas, in an amount not to exceed $3,637,708.00, for the 240 calendar day term of the Contract.**

12. **Approve execution of Contract No. 9500660, Access Control Office Relocation, with Gadberry Construction Company, Inc., of Dallas, Texas, in an amount not to exceed $4,942,950.00, for the 240 calendar day term of the Contract.**

13. **Approve execution of Contract No. 9500638, Rehabilitation of 31st, 32nd, 33rd, and SW Construction Road, with SEMA Construction, Inc., of Grapevine, Texas, in an amount not to exceed $6,967,786.10, for the 520 calendar day term of the Contract.**

14. **Approve an increase to Contract No. 9500618, for Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, Georgia, in an amount not to exceed $26,406,023.00, for a revised Contract amount of $27,586,023.00.**

15. **Approve execution of Contract No. 9500668, Facilities Relocation and Consolidation (Southwest Consolidated Campus Roads & Utilities Phase 1B), with Oscar Renda Contracting, Inc., of Roanoke, Texas, in an amount not to exceed $28,393,003.60, for the 480 calendar day term of the Contract.**

16. **Approve execution of Contract No. 7006758, for Concrete Washout Container Services, with American Concrete Washouts, Inc., of Folsom, California, in an amount not to exceed $508,500.00, for the initial two-year term of the Contract, with options to renew for three additional one-year periods.**

17. **Approve execution of Contract No. 8005289, for Skylink Automatic Train Control Replacement Consulting Support Services, with Lea+Elliott, Inc., of Grand Prairie, Texas, in an amount not to exceed $2,243,035.00, for the three-year term of the Contract.**

18. **Approve an increase to Amended and Restated Contract No. 7005350, for Skylink Operations and Maintenance, with Bombardier Transportation (Holdings) USA, Inc., of Pittsburgh, Pennsylvania, in an amount not to exceed $4,831,606.00, for a revised Contract amount of $175,648,352.86.**
19. **Approve execution of Contract No. 7006752, for Skylink Automatic Train Control Replacement, with Bombardier Transportation (Holdings) USA Inc., of Pittsburgh, Pennsylvania, in an amount not to exceed $34,748,000.00, for the three-year term of the Contract.**

Austin Frith

20. **Approve execution of Contract No. 9500677, Curbside Signage Enhancements - Terminals A & C, with Synergy Signs & Services, LLC, of Fort Worth, Texas, in an amount not to exceed $783,360.00, for the 270 calendar day term of the Contract.**

Jason Williams

21. **Approve authorization of an increase to the amount previously approved for the design and construction of Glade Road in the amount of $1,264,796.00 for a revised amount of $6,353,633.00; authorize the Chief Executive Officer or designee to execute an Advance Funding Agreement with Texas Department of Transportation (TxDOT) for the design and construction of Glade Road; and adopt resolution authorizing the execution of the Glade Road Bridge Advance Funding Agreement with TxDOT.**

Discussion Items

Rusty Hodapp

22. There are no Construction and Professional Services Contract increase(s) approved by authorized staff for this reporting period.

23. There are no decrease(s)/increase(s) in Scope of Work approved by authorized staff for this reporting period.

FINANCE/AUDIT COMMITTEE

24. **Approve Minutes of the Finance/Audit Committee Meeting of March 5, 2019.**

Max Underwood

25. Financial Report

Chris Poinsatte


Consent Items for Consideration

Mike Phemister

27. **Approve termination of existing Interlocal Agreement and execute a new Interlocal Agreement between DFW Airport, Dallas Area Rapid Transit, and Trinity Metro for bus service between the Trinity Rail Express (TRE) CentrePort Station and DFW Airport in an amount not to exceed $250,000.00 for a term of three years.**

Elaine Rodriguez

28. **Approve an increase to Legal Services Contract No. 8005115 with the firm of Milby LLC of Dallas, Texas, in an amount not to exceed $50,000.00, for a revised contract amount not to exceed $98,750.00.**
Michael Youngs 29. Approve execution of Contract No. 7006773, for Security Vulnerability Testing Services, with MGT of America Consulting, LLC, of Tampa, Florida, in an amount not to exceed $59,620.00, for the one-year term of the Contract.

Action Items for Consideration

Jeff Benvegnu 30. Approve execution of a Reimbursement Agreement with American Airlines, Inc. (AA) for the replacement of Baggage Handling System (BHS) components in Terminals A, C and D in an amount not to exceed $42,600,000.00.

Paul Puopolo 31. Approve execution of three Contracts for Innovation Consulting and Planning Services: Contract No. 8005273, with Prophet Brand Strategy, of San Francisco, California, in an amount not to exceed $500,000.00; Contract No. 8005296, with Research Triangle Institute, of Research Triangle Park, North Carolina, in an amount not to exceed $1,000,000.00; Contract No. 8005297, with ECSI Consulting, Inc., of Boston, Massachusetts, in an amount not to exceed $500,000.00. The initial term of the Contracts are two years, with options to renew for three additional one-year periods. Total amount for this action is $2,000,000.00.

32. Approve execution of Contract No. 8005302, for Digital Ecosystem Strategy Consulting Services, with Radius Product Development, Inc., of San Jose, California, in an amount not to exceed $2,000,000.00, for the two-year term of the Contract.

Michael Youngs 33. Approve execution of Contract No. 7006656, for Bus Tracking and Passenger Counting System, with ETA Transit Systems, Inc., of Boca Raton, Florida, in an amount not to exceed $2,688,890.00, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.

Discussion Items

Tamela Lee 34. Monthly D/S/M/WBE Expenditure Report.


CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

36. Approve Minutes of the Concessions/Commercial Development Committee Meeting of March 5, 2019.
Consent Items for Consideration

Zenola Campbell 37. Approve temporary suspension of the Minimum Annual Guarantee for World News and Gifts located in Terminal B at Gate 30 owned by Duty Free Americas Dallas, LLC.

John Terrell 38. Approve execution of a License Agreement with the City of Grapevine for the long-term maintenance of a sanitary sewer force main on DFW Airport property.

Action Items for Consideration

Julio Badin 39. Approve an increase to Contract No. 7006435, for Terminal E Custodial Services, with Diverse Facility Solutions, Inc., of Alsip, Illinois, in an amount not to exceed $268,000.00, for a revised Contract amount of $9,835,519.68.

Zenola Campbell 40. Approve Lease Agreement with Highland Concessions JV, LLC and the Dallas Fort Worth International Airport Board.

41. Approve Lease Agreement with Highland Concessions JV, LLC and the Dallas Fort Worth International Airport Board.

42. Approve Lease Agreement with Highland Concessions JV, LLC and the Dallas Fort Worth International Airport Board.

43. Approve Lease Agreement with M2-NewsLink of DFW, LLC and the Dallas Fort Worth International Airport Board.

44. Approve Lease Agreement with Stellar Partners, Inc. and the Dallas Fort Worth International Airport.

Discussion Item

Zenola Campbell 45. Permits Issued by Concessions.

John Terrell 46. Commercial Development Flat-Rate Permit.

FULL BOARD

47. Registered Speakers (items unrelated to agenda items)

48. Next Committee meetings – April 30, 2019
   Next Regular Board meeting – May 2, 2019
AGENDA
OPERATIONS COMMITTEE MEETING
TUESDAY, APRIL 9, 2019
12:30 p.m.

OPERATIONS COMMITTEE

1. Approve Minutes of the Operations Committee Meeting of March 5, 2019.

Consent Items for Consideration

Alan Black
2. Approve execution of a Memorandum of Understanding between the Dallas Fort Worth International Airport and the Federal Bureau of Investigation Dallas Division.

3. Approve execution of Contract No. 7006740, for Indoor Gun Range Bullet Trap Maintenance, with Best Technology Systems, Inc., of Plainfield, Illinois, in an amount not to exceed $92,775.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

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Robert Horton 16. **Approve execution of Contract No. 7006758**, for Concrete Washout Container Services, with American Concrete Washouts, Inc., of Folsom, California, in an amount not to exceed $508,500.00, for the initial two-year term of the Contract, with options to renew for three additional one-year periods.
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Discussion Items

22. There are no Construction and Professional Services Contract increase(s) approved by authorized staff for this reporting period.

23. There are no decrease(s)/increase(s) in Scope of Work approved by authorized staff for this reporting period.
Date  | Committee | Subject | Resolution #
---|---|---|---
04/11/2019 | Operations | Memorandum of Understanding between the Dallas Fort Worth International Airport and the Federal Bureau of Investigation Dallas Division. | 

**Action**
That the Chief Executive Officer or designee be authorized to execute a Memorandum of Understanding between the Dallas Fort Worth International Airport and the Federal Bureau of Investigation Dallas Division.

**Description**
- This Memorandum of Understanding (MOU) establishes the parameters for the assignment of Dallas Fort Worth International Airport Board Department of Public Safety personnel to the Dallas Federal Bureau of Investigation (FBI) Field Intelligence Group (FIG).

**Justification**
- The purpose of this MOU is to outline the mission of the Dallas FBI FIG and to formalize the relationship between the FBI and DFW DPS, to maximize cooperation and efficiencies in collecting, analyzing, and disseminating pertinent counterintelligence, foreign intelligence, and intelligence related to criminal investigations to address national intelligence priorities as set forth by the FBI's standing and ad hoc intelligence requirements.
- The MOU specifically represents the agreement between the Dallas FBI and the DFW DPS, which will govern the process by which employees of DFW DPS are assigned to work with the FBI as part of the Dallas FBI FIG.
- This MOU is not intended, and should not be construed, to create any right or benefits, substantive or procedural, enforceable at law or otherwise by any third party against the Parties, their parent agencies, the United States, or the officers, employees, agents, or other associated personnel thereof.

**D/S/M/WBE Information**
- N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (MOU).

**Schedule/Term**
This MOU will enter into effect upon signature of the parties and will remain in effect until terminated. The parties will review the contents of the MOU annually to determine whether there is a need for the deletion, addition, or amendment of any provision. The MOU may be terminated at will by any Party, provided adequate written notice if provided to the other Parties of not less than thirty (30) days.

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
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**For Information contact**
Alan Black
3-3500

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BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute a Memorandum of Understanding between the Dallas Fort Worth International Airport and the Federal Bureau of Investigation.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 4:05 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 27, 2019 11:15 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:33 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Public Safety
Mar 26, 2019 12:50 pm

Chief Executive Officer

Pending

Date
# DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
## OFFICIAL BOARD ACTION/RESOLUTION

<table>
<thead>
<tr>
<th>Date</th>
<th>Committee</th>
<th>Subject</th>
<th>Resolution #</th>
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<tbody>
<tr>
<td>04/11/2019</td>
<td>Operations</td>
<td>Indoor Gun Range Bullet Trap Maintenance</td>
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</table>

## Action

That the Chief Executive Officer or designee be authorized to execute Contract No. 7006740, for Indoor Gun Range Bullet Trap Maintenance, with Best Technology Systems, Inc., of Plainfield, Illinois, in an amount not to exceed $92,775.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

## Description

- Award a Contract for Indoor Gun Range Bullet Trap Maintenance for the Airport’s Department of Public Safety.

## Justification

- This is a replacement for an existing Contract which has been in place for four years.
- This Contract will provide support to the gun range after undergoing necessary repairs to the heating, ventilation and air conditioning systems.
- The indoor gun range enables Airport police to practice and maintain proficiency with firearm skills in a climate-controlled environment.

## D/S/M/WBE Information

- In accordance with the Board’s SBE Program, no SBE goal was set for this Contract due to no availability of SBE firms that perform this service.

## Schedule/Term

- Start Date: April 2019
- Contract Term: One year, with four one-year renewal options.

## Contract # Agreement # Purchase Order # Action Amount Revised Amount
| 7006740     | NTE $92,775.00 | $0 |

## For Information contact

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<th>External Funding Source</th>
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<td>3-3500</td>
<td>3-5619</td>
<td>$92,775.00</td>
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Additional Information

- One (1) bid, not from an SBE firm, was received on or before February 11, 2019.
- Best Technology Systems, Inc., was the lowest responsive, responsible Bidder and is the incumbent.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 7006740, for Indoor Gun Range Bullet Trap Maintenance, with Best Technology Systems, Inc., of Plainfield, Illinois, in an amount not to exceed $92,775.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 4:25 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 8:48 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:33 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Public Safety
Mar 26, 2019 12:51 pm

Pending
Chief Executive Officer
Date
Date | Committee | Subject | Resolution #
--- | --- | --- | ---
04/11/2019 | Operations | Portable Toilet Rental and Cleaning Services |

**Action**

That the Chief Executive Officer or designee be authorized to execute Contract No. 7006733, for Portable Toilet Rental and Cleaning Services, with United Site Services of Texas, of Dallas, Texas, in an amount not to exceed $67,185.00; and Contract No. 7006793, with United Rentals (North America), dba Reliable Onsite Services, of Forest Hill, Texas, in an amount not to exceed $27,290.12, for the initial one-year term of the Contract, with options to renew for four additional one-year periods. Total amount for this Action is $94,475.12.

**Description**

- Award two Contracts which will provide Portable Toilet Rental and Cleaning Services for the Department of Public Safety and the Parking Business Unit at various Airport locations.

**Justification**

- Replaces two (2) existing Contracts which were in place for three years.
- These Contracts shall provide cleaning services to Airport-owned and rental portable toilet units, per the Contracts.

**D/S/M/WBE Information**

- In accordance with the Board’s SBE Program, no SBE goal was set for this Contract due to no availability of SBE firms that perform this service.

**Schedule/Term**

- Start Date: May 2019
- Contract Term: One year, with four one-year renewal options.

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<tr>
<td>Alan Black 3-3500 Peggy Watkins 3-5619</td>
<td>0102</td>
<td></td>
<td>$94,475.12</td>
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Two (2) bids, not from SBE firms, were received on or before December 18, 2018.

<table>
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<th>Bidders</th>
<th>Bidder Amount</th>
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<td>United Site Services of Texas, Inc.</td>
<td>$67,185.00</td>
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<td>United Rentals (North America), Inc. dba Reliable Onsite Services</td>
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United Site Services of Texas, Inc., of Dallas, Texas, is the lowest, responsive Bidder for the Department of Public Safety awarded Contract items.

United Rentals (North America), Inc., dba Reliable Onsite Services, of Forest Hill Texas, is the lowest, responsive Bidder for the Parking Business Unit awarded Contract items. United Rentals (North America), Inc., formerly MMG Construction, is the incumbent.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 7006733, for Portable Toilet Rental and Cleaning Services, with United Site Services of Texas, of Dallas, Texas, in an amount not to exceed $67,185.00; and Contract No. 7006793, with United Rentals (North America), Inc., dba Reliable Onsite Services, of Forest Hill, Texas, in an amount not to exceed $27,290.12, for the initial one-year term of the Contract, with options to renew for four additional one-year periods. Total amount for this Action is $94,475.12.

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Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 4:31 pm

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Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 8:49 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:33 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Public Safety
Mar 26, 2019 12:51 pm

Chief Executive Officer
Date
Pending
<table>
<thead>
<tr>
<th>Date</th>
<th>Committee</th>
<th>Subject</th>
<th>Resolution #</th>
</tr>
</thead>
<tbody>
<tr>
<td>04/11/2019</td>
<td>Operations</td>
<td>Skylink Fire Detection and Suppression Systems Replacement</td>
<td></td>
</tr>
</tbody>
</table>

**Action**

That the Chief Executive Officer or designee be authorized to increase Contract No. 9500625, Skylink Fire Detection and Suppression Systems Replacement, with Gilbert May, Inc., dba Phillips May Corporation, of Dallas, Texas, in an amount not to exceed $179,675.99, for a revised Contract amount of $2,061,609.07.

**Description**

- This additional scope includes sealing all penetrations in the Skylink Automatic Train Control (ATC) rooms in Terminals A, B and E with fire-proofing caulk to comply with the National Fire Protection Association (NFPA) Code.

**Justification**

- The Skylink ATC rooms are required to comply with the two-hour smoke and fire rating provisions of the NFPA Code.
- Testing of the Clean Agent Fire Suppression systems upon installation determined the Skylink ATC rooms to be insufficiently sealed to comply with the room enclosure test requirements of the NFPA Code pertaining to such systems.
- This action will ensure the Clean Agent Fire Suppression system installations pass the room enclosure test required by the NFPA Code.

**D/S/M/WBE Information**

- In accordance with the Board's SBE Program, the SBE goal for this contract is 15%.
- Gilbert May, Inc dba Phillips May Corporation committed to achieving 19.51% SBE participation on this contract and is currently achieving 30.61%.
- Gilbert May, Inc dba Phillips May Corporation has committed to achieving the original 19.51% SBE commitment inclusive of this Board Action.

**Schedule/Term**

- The current Contract completion day of June 8, 2019, will be extended 72 calendar days.

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>9500625</td>
<td>NTE</td>
<td></td>
<td>Action Amount</td>
<td>Revised Amount</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>NTE $179,675.99</td>
<td>$2,061,609.07</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>For Information contact</th>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rusty Hodapp</td>
<td>DFW Capital Acct</td>
<td>26614-01</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Brett Peveto</td>
<td>3-1891</td>
<td></td>
<td></td>
<td>$179,675.99</td>
</tr>
</tbody>
</table>
Additional Information:

- Additional $70,000.00 Allowance for Unforeseen Field Conditions.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to increase Contract No. 9500625, Skylink Fire Detection and Suppression Systems Replacement, with Gilbert May, Inc., dba Phillips May Corporation, of Dallas, Texas, in an amount not to exceed $179,675.99, for a revised Contract amount of $2,061,609.07.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 4:33 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 8:50 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:34 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Mar 27, 2019 7:06 am

Chief Executive Officer
Date
DATE: 04/11/2019

COMMITTEE: Operations

SUBJECT: Repairs to Water Line

RESOLUTION #

ACTION

That the Airport Board Ratify Purchase Order No. 275501, for Repairs to a Water Line, with Tri Dal Utilities, Ltd, of Southlake, Texas, in the amount of $112,436.00.

DESCRIPTION

- Repair a leaking water line located on the North Bound Service Road at Terminal E for the Airport's Energy, Transportation and Asset Management Department.

JUSTIFICATION

- Repair of a Reinforced Concrete Cylinder Pipe water transmission pipeline.
- This section of pipeline is vital to the underground piping network serving the Central Terminal Area.
- The pipeline was installed during the original construction of the Airport at a depth of 27 feet.
- Due to the depth and location, it was necessary to outsource the repair.

D/S/M/WBE Information

- N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Government Code Exemption).

SCHEDULE/Term

- Purchase Date: November 2018
- Delivery Date: February 2019

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
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<tbody>
<tr>
<td>275501</td>
<td></td>
<td>$112,436.00</td>
<td>$0</td>
<td></td>
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</tbody>
</table>

For Information contact

Tammy Huddleston
3-6132

Keith White
3-5638

Fund: 0102

Project #

External Funding Source: Amount

$112,436.00
Additional Information

- This is exempt from public procurement in accordance with Local Government Code 252.022, as it is a procurement necessary to preserve or protect the public health and safety of the Airport's traveling public, tenants and employees.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Airport Board Ratify Purchase Order No. 275501, for Repairs to a Water Line, with Tri Dal Utilities, Ltd, of Southlake, Texas, in the amount of $112,436.00.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
Mar 28, 2019 3:18 pm

Approved as to Funding by

Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 2:11 pm

Approved as to M/WBE by

Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 2:43 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Pending

Chief Executive Officer

Date
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION

<table>
<thead>
<tr>
<th>Date</th>
<th>Committee</th>
<th>Subject</th>
<th>Resolution #</th>
</tr>
</thead>
<tbody>
<tr>
<td>04/11/2019</td>
<td>Operations</td>
<td>Rental Car Center Restroom Renovation</td>
<td></td>
</tr>
</tbody>
</table>

**Action**
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500655, for Rental Car Center Restroom Renovation, with MK Construction, of Irving, Texas, in an amount not to exceed $645,400.00, for the 210 calendar day term of the Contract.

**Description**
- The project will provide construction services to renovate and remodel one (1) set of public restrooms on level two of the Airport's Rental Car Center (RCC).

**Justification**
- Programed renovation of Rental Car Center restrooms that have been in continuous service for approximately 19 years.
- The Rental Car Center Facility Renewal Plan programs renovations and repairs to the existing facilities and facility systems to enhance the customer experience, address asset deterioration, and improve operational efficiencies.

**D/S/M/WBE Information**
- In accordance with the Board's MBE Program, the MBE goal for this contract is 20%.
- MK Construction has committed to achieving 20% MBE participation utilizing KOH Engineers, LLC (BM-C).

**Schedule/Term**
- Start Date: April 2019
- Contract Duration: 210 calendar days

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>9500655</td>
<td>NTE</td>
<td></td>
<td>NTE $645,400.00</td>
<td>$0</td>
</tr>
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</table>

**For Information contact**
- Rusty Hodapp
  - 3-3670
- Ivonne Gonzalez
  - 3-1725

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>PFIC</td>
<td>26482-01</td>
<td></td>
<td>$645,400.00</td>
</tr>
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</table>
BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500655, for Rental Car Center Restroom Renovation, with MK Construction, of Irving, Texas, in an amount not to exceed $645,400.00, for the 210 calendar day term of the Contract.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 5:25 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning Finance
Mar 28, 2019 9:07 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:35 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Mar 27, 2019 7:08 am

Chief Executive Officer
Date

Pending
Contract No. 9500655  
Rental Car Center Restroom Renovation  
Bid Tabulation

<table>
<thead>
<tr>
<th>Bidders</th>
<th>Bid Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>MK Construction Irving, Texas</td>
<td>$545,400.00</td>
</tr>
<tr>
<td>Gadberry Construction Company, Inc.</td>
<td>$695,048.00</td>
</tr>
<tr>
<td>Dallas, Texas</td>
<td></td>
</tr>
<tr>
<td>FS360, LLC McKinney, Texas</td>
<td>$732,500.00</td>
</tr>
<tr>
<td>McKinney, Texas</td>
<td></td>
</tr>
<tr>
<td>F.H. Paschen Dallas, Texas</td>
<td>$780,000.00</td>
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<tr>
<td>Skye Building Services Flower Mound, Texas</td>
<td>$862,015.00</td>
</tr>
<tr>
<td>Gilbert May, Inc. dba Phillips/May Corporation Dallas, Texas</td>
<td>$888,333.00</td>
</tr>
<tr>
<td>Trinity Grapevine, Texas</td>
<td>$1,056,558.00</td>
</tr>
</tbody>
</table>

Note:
1. MBE-Certified through the North Central Texas Regional Certification Agency.
**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**
**OFFICIAL BOARD ACTION/RESOLUTION**

<table>
<thead>
<tr>
<th>Date</th>
<th>Committee</th>
<th>Subject</th>
<th>Resolution #</th>
</tr>
</thead>
<tbody>
<tr>
<td>04/11/2019</td>
<td>Operations</td>
<td>North and South Control Plaza Generators</td>
<td></td>
</tr>
</tbody>
</table>

**Action**

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500661, for North and South Control Plaza Generators, with Gadberry Construction Company, Inc., of Dallas, Texas, in an amount not to exceed $1,096,000.00, for the 260 calendar day term of the Contract.

**Description**

- This action will provide for the installation of stand-by emergency generators at the Airport's North and South Control Plazas.

**Justification**

- The new generators will provide backup power for the Airport's parking control system, administration buildings and entry/exit lanes in the event of utility power loss.
- Backup power capability will substantially improve the resiliency of critical parking control operations and equipment to the loss of utility power.
- The ability to sustain operations during power outages will protect parking revenues and maintain service levels.

**D/S/M/WBE Information**

- In accordance with the Board's SBE Program, the SBE goal for this contract is 15%.
- Gadberry Construction Company, Inc. is a certified Small Business Enterprise (NM-C), and will be counted towards the Board's overall SBE program goals.

**Schedule/Term**

- Start Date: April 2019
- Contract Duration: 260 calendar days

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>9500661</td>
<td></td>
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<td>NTE $1,096,000.00</td>
<td>$0</td>
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</table>

**For Information contact**

<table>
<thead>
<tr>
<th>Rusty Hodapp</th>
<th>3-1891</th>
</tr>
</thead>
<tbody>
<tr>
<td>Brett Peveto</td>
<td>3-1730</td>
</tr>
</tbody>
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<table>
<thead>
<tr>
<th>Fund</th>
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<th>External Funding Source</th>
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<tbody>
<tr>
<td>DFW Capital Acct</td>
<td>26616-01</td>
<td></td>
<td>$1,096,000.00</td>
</tr>
</tbody>
</table>
Additional Information

- Four (4) bids, including one (1) from an SBE firm, were received on or before March 8, 2019.
- Bid Tabulation attached.
- Gadberry Construction Company, Inc., of Dallas, Texas, is the lowest responsive, responsible Bidder.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500661, for North and South Control Plaza Generators, with Gadberry Construction Company, Inc., of Dallas, Texas, in an amount not to exceed $1,096,000.00, for the 260 calendar day term of the Contract.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 5:25 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 8:51 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:35 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Mar 27, 2019 7:09 am

Chief Executive Officer
Date
### Contract No. 9500661
North & South Control Plaza Generator Installation
**Bid Tabulation**

<table>
<thead>
<tr>
<th>Bidders</th>
<th>Bid Amount</th>
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</thead>
<tbody>
<tr>
<td>Gadberry Construction Company, Inc.</td>
<td>$1,096,000.00</td>
</tr>
<tr>
<td>Dallas, Texas</td>
<td></td>
</tr>
<tr>
<td>MDI, Inc. General Contractors</td>
<td>$1,223,000.00</td>
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<tr>
<td>Coppell, Texas</td>
<td></td>
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<tr>
<td>McDonald Electric</td>
<td>$1,228,469.00</td>
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<tr>
<td>Houston, Texas</td>
<td></td>
</tr>
<tr>
<td>Skye Building Services</td>
<td>$1,586,000.00</td>
</tr>
<tr>
<td>Flower Mound, Texas</td>
<td></td>
</tr>
</tbody>
</table>

**Note:**
1. SBE- North Central Texas Regional Certification Agency
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION

<table>
<thead>
<tr>
<th>Date</th>
<th>Committee</th>
<th>Subject</th>
<th>Resolution #</th>
</tr>
</thead>
<tbody>
<tr>
<td>04/11/2019</td>
<td>Operations</td>
<td>Hardening of Assets and Control Plaza Attenuator Replacements</td>
<td></td>
</tr>
</tbody>
</table>

**Action**
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500659, Hardening of Assets and Control Plaza Attenuator Replacements, with Gilbert May, Inc., dba Phillips May Corporation, of Dallas, Texas in an amount not to exceed $2,396,333.00, for the 425 calendar day term of the Contract.

**Description**
- This action will provide for the installation of barriers to protect electrical infrastructure equipment at sites throughout the Airport, and replacement of crash attenuators at the North and South Control Plazas.

**Justification**
- The installation of guard rails and cable barriers will significantly reduce potential damage to ground level electrical infrastructure preventing power outages.
- The barriers will enhance the safety of traveling customers and maintenance workers.
- The replacement crash attenuators are easier to repair which substantially reduces the time to restore entry and exit lanes to service.

**D/S/M/WBE Information**
- In accordance with the Board's MBE Program, the MBE goal for this contract is 25%.
- Gilbert May, Inc. dba Phillips/May Corporation is a certified Minority Business Enterprise (HM-C), therefore will be counted towards the Board's overall MBE program goals.

**Schedule/Term**
- Start Date: April 2019
- Contract Duration: 425 calendar days

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
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</thead>
<tbody>
<tr>
<td>9500659</td>
<td>NTE</td>
<td></td>
<td>$2,396,333.00</td>
<td>$0</td>
</tr>
</tbody>
</table>

For Information contact
Rusty Hodapp
3-1891
Lisa Arthurs
3-1748

<table>
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<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
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<tbody>
<tr>
<td>DFW Capital Acct</td>
<td>26684-01</td>
<td></td>
<td>$2,396,333.00</td>
</tr>
</tbody>
</table>
Additional Information

- Seven (7) bids, including four (4) MBE firms, were received on or before March 8, 2019.
- Bid Tabulation attached.
- Gilbert May, Inc., dba Phillips May Corporation, of Dallas, Texas, is the lowest responsive, responsible Bidder.

<table>
<thead>
<tr>
<th>Approved as to Form by</th>
<th>Approved as to Funding by</th>
<th>Approved as to M/WBE by</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rodriguez, Elaine</td>
<td>Miyashita, Glenn</td>
<td>Burks Lee, Tamela</td>
</tr>
<tr>
<td>Legal Counsel</td>
<td>Assistant Vice President Capital Planning Finance</td>
<td>Vice President Business Diversity and Development Business Diversity and Development</td>
</tr>
</tbody>
</table>

**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500659, Hardening of Assets and Control Plaza Attenuator Replacements, with Gilbert May, Inc., dba Phillips May Corporation, of Dallas, Texas in an amount not to exceed $2,396,333.00, for the 425 calendar day term of the Contract.

**SIGNATURE REQUIRED FOR APPROVAL**

Approved by

Department Head

Mar 27, 2019 7:09 am

Chief Executive Officer
### Bid Tabulation

<table>
<thead>
<tr>
<th>Bidders</th>
<th>Bid Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Gilbert May, Inc. dba Phillips May&lt;sup&gt;N1&lt;/sup&gt;</td>
<td>$2,396,333.00</td>
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<tr>
<td>Dallas, Texas</td>
<td></td>
</tr>
<tr>
<td>Synergy Signs &amp; Services, LLC&lt;sup&gt;N1&lt;/sup&gt;</td>
<td>$2,434,536.25</td>
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<tr>
<td>Fort Worth, Texas</td>
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<tr>
<td>Balch Springs, Texas</td>
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<tr>
<td>North Texas Contracting</td>
<td>$2,792,501.25</td>
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<tr>
<td>Keller, Texas</td>
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</tr>
<tr>
<td>Gadberry Construction Company, Inc.&lt;sup&gt;N1&lt;/sup&gt;</td>
<td>$2,910,595.00</td>
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<tr>
<td>Dallas, Texas</td>
<td></td>
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<tr>
<td>Reyes Group, Ltd.&lt;sup&gt;N1&lt;/sup&gt;</td>
<td>$3,261,124.75</td>
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<tr>
<td>Grand Prairie, Texas</td>
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</tr>
<tr>
<td>MK Construction</td>
<td>$4,134,954.63</td>
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<tr>
<td>Irving, Texas</td>
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</tr>
</tbody>
</table>

**Note:**
1. MBE-Certified through the North Central Texas Regional Certification Agency
Action
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500667, for Terminals B & E Replacement of Passenger Boarding Bridges B9, B26, E31 and E34, with Gadberry Construction Company, Inc., of Dallas, Texas, in an amount not to exceed $3,216,809.00, for the 395 calendar day term of the Contract.

Description
- This action will replace Passenger Boarding Bridges at Terminal B gates B9 and B26, and at Terminal E gates E31 and E34.

Justification
- Programmed replacement of Passenger Boarding Bridges that have exceeded their anticipated service life.
- These Boarding Bridges are among the oldest in the DFW Airport inventory having been manufactured in 1990 and 1991.
- The replacement of these bridges will provide enhanced operational service and reliability while minimizing operating expense.

D/S/M/WBE Information
- In accordance with the Board's MBE Program, the MBE goal for this contract is 10%.
- Gadberry General Contracting and Construction is a certified Minority Business Enterprise (NM-C), therefore will be counted towards the Board's overall MBE program goals.

Schedule/Term
- Start Date: April 2019
- Contract Duration: 395 calendar days

For Information contact
Rusty Hodapp
3-1891
Brett Peveto
3-1730

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>9500667</td>
<td>NTE</td>
<td></td>
<td>NTE $3,216,809.00</td>
<td>$</td>
</tr>
</tbody>
</table>

Fund
DFW Capital Acct

Project #
26552-01

External Funding Source

Amount
$3,216,809.00
Additional Information

- Five (5) bids, including two (2) from MBE firms, were received and opened on January 18, 2019.
- Bid Tabulation attached.
- The bid submissions by John Bean Technologies Corporation, of Ogden, Utah; and Thyssenkrupp Airport Systems, Inc., of Fort Worth, Texas, were determined to be non-responsive as the submissions did not meet the specifications outlined in the Airport's solicitation.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500667, for Terminals B & E Replacement of Passenger Boarding Bridges B9, B26, E31 and E34, with Gadberry Construction Company, Inc., of Dallas, Texas, in an amount not to exceed $3,216,809.00, for the 395 calendar day term of the Contract.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 5:35 pm

Approved as to Funding by

Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 10:04 am

Approved as to M/WBE by

Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:35 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Mar 27, 2019 7:10 am

Chief Executive Officer
Pending
Date
### Contract No. 9500667
**Terminals B & E Replace Passenger Boarding Bridges B9, B26, E31, and E34**

**Bid Tabulation**

<table>
<thead>
<tr>
<th>Bidders</th>
<th>Bid Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Gadberry Construction Company, Inc. N1 Dallas, Texas</td>
<td>$3,216,809.00</td>
</tr>
<tr>
<td>Amerbridge, LLC Indianapolis, Indiana</td>
<td>$3,508,983.00</td>
</tr>
<tr>
<td>Gilbert May, Inc. dba Phillips/May Corporation N1 Dallas, Texas</td>
<td>$3,929,333.00</td>
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</tbody>
</table>

**Note:**
1. MBE - North Central Texas Regional Certification Agency
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION

<table>
<thead>
<tr>
<th>Date</th>
<th>Committee</th>
<th>Subject</th>
<th>Resolution #</th>
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<tbody>
<tr>
<td>04/11/2019</td>
<td>Operations</td>
<td>Lounge Finish-Out at Terminal D</td>
<td></td>
</tr>
</tbody>
</table>

**Action**
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500658, Lounge Finish Out at Terminal D, with Azteca Enterprises, of Dallas, Texas, in an amount not to exceed $3,637,708.00, for the 240 calendar day term of the Contract.

**Description**
- This project will provide construction services for an approximately 8,500 square feet interior build-out of shell space in the Terminal D South Village on the Mezzanine, for an Airport signature lounge.
- Furniture, fixtures and equipment for the lounge will be provided under a separate contract.

**Justification**
- The lounge will be a DFW Airport signature lounge that will provide a place for travelers and business leaders to meet and receive custom tailored services, enhancing the customer service experience.
- The DFW lounge will provide a high-end quality service to travelers distinct from lounges primarily used by frequent flyers.

**D/S/M/WBE Information**
- In accordance with the Board's MBE Program, the MBE goal for this contract is 28%.
- Azteca Enterprises (HM-C) has committed to achieving 37.31% MBE participation (including 8.29% self-performance) and utilizing Trinity Elise Companies (BM-C: 8.06%), Corporate Floors (HM-C: 4.68%), Real Network (HM-C: 16.28%).

**Schedule/Term**
- Start Date: April 2019
- Contract Duration: 240 calendar days

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
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<tbody>
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<td></td>
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<td>NTE $3,637,708.00</td>
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<tr>
<th>For Information contact</th>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rusty Hodapp 3-1891</td>
<td>DFW Capital Acct</td>
<td>26688-01</td>
<td></td>
<td>$3,637,708.00</td>
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<tr>
<td>Brett Peveto 3-1730</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Additional Information

- Eight (8) bids, including, three (3) MBE firms, were received on or before February 20, 2019.
- Bid Tabulation attached.
- A bid submitted by Holt Construction Corporation, of Irving, Texas, was determined to be non-responsive as the submission did not meet the specifications outlined in the Airport's solicitation.
- Azteca Enterprises, of Dallas, Texas, is the lowest responsive, responsible Bidder.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500658, Lounge Finish Out at Terminal D, with Azteca Enterprises, of Dallas, Texas, in an amount not to exceed $3,637,708.00, for the 240 calendar day term of the Contract.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 5:36 pm

Approved as to Funding by

Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 9:21 am

Approved as to M/WBE by

Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:36 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Mar 27, 2019 7:13 am

Pending

Chief Executive Officer
Date
<table>
<thead>
<tr>
<th>Bidders</th>
<th>Bid Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Azteca Enterprises&lt;sup&gt;N1&lt;/sup&gt; Dallas, Texas</td>
<td>$3,637,708.00</td>
</tr>
<tr>
<td>Turner Dallas</td>
<td>$3,808,989.00</td>
</tr>
<tr>
<td>Gadberry Construction Company, Inc.&lt;sup&gt;N1&lt;/sup&gt; Dallas, Texas</td>
<td>$3,950,000.00</td>
</tr>
<tr>
<td>F.H. Paschen Dallas, Texas</td>
<td>$4,164,500.00</td>
</tr>
<tr>
<td>JC Commercial Lewisville, Texas</td>
<td>$4,329,277.00</td>
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<tr>
<td>Trinity Commercial Grapevine, Texas</td>
<td>$4,663,989.78</td>
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<tr>
<td>Gilbert May, Inc. dba Phillips May Corporation&lt;sup&gt;N1&lt;/sup&gt; Dallas, Texas</td>
<td>$4,804,133.00</td>
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</table>

**Note:**
1. MBE-Certified through the North Central Texas Regional Certification Agency.
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION

Date
04/11/2019

Committee
Operations

Subject
Access Control Office Relocation

Resolution #

Action
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500660, Access Control Office Relocation, with Gadberry Construction Company, Inc., of Dallas, Texas, in an amount not to exceed $4,942,950.00, for the 240 calendar day term of the Contract.

Description

• This project will provide interior remodeling of a vacant shell space in Terminal B to relocate the Access Control Office (ACO) from its present location in Terminal D and the Driving Simulator Training Center from its present location in Terminal E.
• General construction work will include interior build-out of approximately 18,330 square feet, signage, and modification of base building systems.

Justification

• The Airport's ACO has exceeded the capacity of its current location in Terminal D resulting in congestion, overcrowding and increasing processing times.
• The relocation of the ACO and Driving Simulator Training Center to Terminal B will provide sufficient space to support current and future needs both operations, as well as efficiencies from collocation and deployment of new processes.

D/S/M/WBE Information

• In accordance with the Board's MBE Program, the MBE goal for this contract is 20%.
• Gadberry Construction Company, Inc. (NM-C) has committed to achieving 20.6% MBE participation (including 8.6% self-performance) and utilizing ABle Communications, Inc. (HM-C: 10.7%) and RFS Romo Fire Systems, LLC (HM-C: 1.3%).

Schedule/Term

• Start Date: April 2019
• Contract Duration: 240 calendar days

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
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<td>NTE</td>
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<td>$0</td>
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</tr>
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</table>

For Information contact

Rusty Hodapp
3-1891

Brett Peveto
3-1730

Fund
DFW Capital Acct

Project #
26638-01

External Funding Source
Amount
$4,942,950.00
Additional Information:

- Ten (10) bids, including four (4) from MBE firms, were received on or before February 15, 2019.
- Bid Tabulation attached.
- The bid submitted by Taurus Commercial, of Dallas, Texas, was determined to be non-responsive as the submission did not meet the specifications outlined in the Airport's solicitation.
- Gadberry Construction Company, Inc., of Dallas, Texas, is the lowest responsive, responsible Bidder.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500660, Access Control Office Relocation, with Gadberry Construction Company, Inc., of Dallas, Texas, in an amount not to exceed $4,942,950.00, for the 240 calendar day term of the Contract.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 5:37 pm

Approved as to Funding by

Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 8:56 am

Approved as to M/WBE by

Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:37 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Mar 27, 2019 7:21 am

Chief Executive Officer
Pending
## Bid Tabulation

<table>
<thead>
<tr>
<th>Bidders</th>
<th>Bid Amount</th>
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<tbody>
<tr>
<td>Gadberry Construction Company, Inc.</td>
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<tr>
<td>Azteca Enterprises</td>
<td>$5,320,839.00</td>
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<tr>
<td>Skye Building Services</td>
<td>$5,377,000.00</td>
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<td>Gilbert May, Inc. dba Phillips/May Corporation</td>
<td>$5,438,333.00</td>
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<td>F5360</td>
<td>$5,675,000.00</td>
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<tr>
<td>F.H. Paschen, S.N. Nielsen &amp; Associates</td>
<td>$5,682,000.00</td>
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<tr>
<td>MK Construction</td>
<td>$5,793,000.00</td>
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<td>MDI General Contractors</td>
<td>$5,857,000.00</td>
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<tr>
<td>GCC Enterprises</td>
<td>$6,504,594.65</td>
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### Note:

1. MBE-Certified through the North Central Texas Regional Certification Agency
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION

Date: 04/11/2019
Committee: Operations
Subject: Rehabilitation of 31st, 32nd, 33rd and SW Construction Road
Resolution #:

Action
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500638, Rehabilitation of 31st, 32nd, 33rd and SW Construction Road, with SEMA Construction, Inc., of Grapevine, Texas, in an amount not to exceed $6,967,786.10, for the 520 calendar day term of the Contract.

Description
- This action will provide construction services to rehabilitate 31st, 32nd and 33rd Streets, and Southwest Construction Road including replacement of utilities in the roadway corridor.
- Work will include utility repairs/replacement and roadway pavement reconstruction.

Justification:
- The Southwest Construction Road, 31st, 32nd and 33rd Streets serve the flight catering kitchen facilities, winter weather equipment parking and operational staging area, taxi overflow lot, and the Design, Code and Construction and Environmental Affairs Department office complex.
- Heavy truck traffic to/from flight kitchens has accelerated pavement deterioration requiring a full depth pavement replacement. Severe distress, cracking and spalling is impacting the majority of the involved pavement surfaces. 33rd Street is currently closed due to severely distressed pavement.
- Reconstruction and repair of roadway pavements and associated underground utilities will restore necessary traffic circulation to essential operational facilities.

D/S/M/WBE Information
- In accordance with the Board's MBE Program, the MBE goal for this contract is 28%.
- SEMA Construction, Inc. has committed to achieving 28.11% MBE participation utilizing Avanza Construction & Earthwork (HF-C: 9.036%), WG Engineering & Construction, LLC (BM-C: 2.554%), Laughley Bridge & Construction, Inc. (PM-C: 9.476%), Mas-Tek Engineering & Associates (BM-C: 1.662%), Texas Star Transport, LP (HF-C: 1.681%) and G.J. Seeding, LLC (HM-C: 3.704%).

Schedule/Term
- Start Date: April 2019
- Contract Duration: 520 calendar days

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<tr>
<th>Contract #</th>
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<td>NTE $6,967,786.10</td>
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For Information contact
Rusty Hodapp
3-1891
Lisa Arthurs
3-1748

<table>
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<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
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<tr>
<td>DFW Capital Acct</td>
<td>26642-01</td>
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<tr>
<td>Joint Capital Acct</td>
<td>26642-01</td>
<td></td>
<td>$4,910,878.50</td>
</tr>
</tbody>
</table>
Additional Information

- Nine (9) bids, including two (2) from MBE firms, were received on or before February 15, 2019.
- Bid Tabulation attached.
- SEMA Construction, Inc., of Grapevine, Texas, is the lowest responsive, responsible Bidder.
- Pending MII approval.
- Joint Capital Acct funding for 31st, 32nd, and 33rd St. DFW Capital Acct funding for SW Construction Rd due to somewhat temporary nature of this roadway which will be displaced in five to six years from other future planned development.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500638, Rehabilitation of 31st, 32nd, 33rd and SW Construction Road, with SEMA Construction, Inc., of Grapevine, Texas, in an amount not to exceed $6,967,786.10, for the 520 calendar day term of the Contract.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 5:39 pm

Approved as to Funding by

Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 9:43 am

Approved as to M/WBE by

Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:43 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Mar 27, 2019 7:23 am

Chief Executive Officer
Date
## Bid Tabulation

<table>
<thead>
<tr>
<th>Bidders</th>
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<tr>
<td>SEMA Corporation Grapevine, Texas</td>
<td>$6,967,786.10</td>
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<tr>
<td>Gilbert May, Inc. dba Phillips May Corporation</td>
<td>$7,599,333.00</td>
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<td>Corporation^N1 Dallas, Texas</td>
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<td>DDM Construction Corporation Addison, Texas</td>
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<tr>
<td>Paschen EJ Smith Joint Venture II Dallas, Texas</td>
<td>$7,889,864.75</td>
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<td>Reyes Group, Ltd. Grand Prairie, Texas</td>
<td>$7,970,439.00</td>
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<tr>
<td>McCarthy Building Companies, Inc. Dallas, Texas</td>
<td>$8,110,831.65</td>
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<tr>
<td>Austin Bridge and Road, L.P Irving, Texas</td>
<td>$8,396,000.00</td>
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<td>Accelerated Critical Path, Inc. Plano, Texas</td>
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<tr>
<td>Heritage Asphalt Company, LLC Roanoke, Texas</td>
<td>$9,729,827.30</td>
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</table>

**Note:**

1. MBE-Certified through the North Central Texas Regional Certification Agency
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION

Date: 04/11/2019
Committee: Operations
Subject: Integrated Operations Center - Construction Manager at Risk
Resolution #

Action
That the Chief Executive Officer or designee be authorized to increase Contract No. 9500618, for Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, Georgia, in an amount not to exceed $26,406,023.00, for a revised Contract amount of $27,586,023.00.

Description
- This action will establish a Guaranteed Maximum Price for the Integrated Operations Center (IOC) - Construction Manager at Risk (CMAR).
- This action provides for the construction of the IOC, which includes the building and related site improvements, and owner-controlled allowances for furniture, fixtures, and equipment.
- Future actions will be brought forth for Board consideration by the Information Technology Services department for building systems and technology.

Justification
- The IOC will enhance the Airport’s operational readiness in responding to Airport performance and emergency issues in an efficient, effective and timely manner.
- The IOC is programmed in the Airport's 10-Year Capital Improvement Program.
- This action will establish a not-to-exceed price for the construction of the IOC facility inclusive of related site improvements and owner-controlled allowances for furniture, fixtures and equipment enabling the CMAR to commence construction activities.

D/S/M/WBE Information
- In accordance with the Board's MBE Program, the MBE goal for this contract is 20%. Holder Construction - Source Building Joint Venture has committed to achieving 20% percentage participation for Construction Services.
- Holder Construction - Source Building Joint Venture is comprised of Holder Construction Group, LLC (80%), TM Building Group, Inc. (BM-C: 20%) MBE subcontracting participation for Construction Services will be identified as bid packages are released and awarded.
- A Compliance Plan has been submitted and approved

Schedule/Term
- The current Contract completion date of April 11, 2019, will be extended 630 calendar days.

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<th>Contract #</th>
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For Information contact
- Rusty Hodapp
  3-1891
- Bobby Davis
  3-1889

<table>
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<th>Fund</th>
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<td>Joint Capital Acct</td>
<td>26589-03</td>
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<td>$8,069,812.57</td>
</tr>
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</table>
On December 6, 2018, by Resolution #2018-12-273, the Board approved award of Contract No. 9500618, Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, GA.

- Multiple funding sources/projects as follows:
  - Joint Capital Acct (project #26589-01) construction which required MII approval.
  - Joint Capital Acct (project #26589-03) construction exempt from MII approval.
  - DFW Capital Acct (project #26589-01) construction funded without MII approval.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to increase Contract No. 9500618, for Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, Georgia, in an amount not to exceed $26,406,023.00, for a revised Contract amount of $27,586,023.00.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 5:40 pm

Approved as to Funding by

Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 9:39 am

Approved as to M/WBE by

Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 4:35 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Mar 27, 2019 7:24 am

Chief Executive Officer
Pending
Date
Date 04/11/2019  Committee Operations  Subject Facilities Relocation and Consolidation (Southwest Consolidated Campus Roads & Utilities Phase 1B)  Resolution #

Action
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500668, Facilities Relocation and Consolidation (Southwest Consolidated Campus Roads & Utilities Phase 1B), with Oscar Renda Contracting, Inc., of Roanoke, Texas, in an amount not to exceed $28,393,003.60, for the 480 calendar day term of the Contract.

Description
- This project will provide roadways and utility infrastructure to support facilities identified in the Airport Facilities Relocation and Consolidation Advanced Planning Study for the Southwest Consolidated Campus (SWC).
- The campus consists of the new Department of Public Safety Headquarters, the new Integrated Operations Center, a new Snow and Ice Equipment Facility, and a future American Airlines project.
- Work will include:
  - Construction and renovation of roads and installation of utilities for planned campus buildings (Joint Capital Acct/DFW Capital Acct, project #26742-02)
  - Programed replacement of a 33 inch Sanitary Sewer Main pipeline segment; (DFW Capital Acct, project #26716-01)
  - Restoration of the Terminal Renewal and Improvement Program (TRIP) Parking Lot; and (Joint Capital Acct, project #26781-01)
  - Installation of traffic signals on South Airfield Drive at International Parkway Service Road intersections (DFW Capital Acct, project #26749-01)

Justification
- This construction is required to provide the necessary roadway and utility infrastructure to serve the Southwest Campus facilities.
- The new roadway will connect to the existing Southwest Construction road providing a future catering route.

D/S/M/WBE Information
- In accordance with the Board's MBE Program, the MBE goal for this contract is 25%.
- Oscar Renda Contracting, Inc. has committed to achieving 25.04% MBE participation utilizing EAS Contracting, L.P. (BM-C: 17.29%), JRB Engineering, LLC (HM-C: 0.32%), Monarrez Trucking LLC (HM-C: 5.00%) and Industry Junction, Inc. (HM-C: 2.43%).

Schedule/Term
- Start Date: April 2019
- Contract Duration: 480 calendar days

<table>
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<tr>
<th>Contract #</th>
<th>Agreement #</th>
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For Information contact
Rusty Hodapp 3-3670
Ivonne Gonzalez 3-1725

Fund  Project #  External Funding Source  Amount
Joint Capital Acct 26742-02  $18,962,724.99
DFW Capital Acct 26716-01  $7,941,849.99
Joint Capital Acct 26781-01  $1,202,869.65
DFW Capital Acct 26749-01  $285,558.97
**Resolution #**

**Additional Information**

- Five (5) bids, none from MBE firms, were received on or before March 8, 2019.

<table>
<thead>
<tr>
<th>Bidder</th>
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<tbody>
<tr>
<td>Oscar Renda Contracting, Inc. Roanoke, Texas</td>
<td>$28,393,003.60</td>
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<tr>
<td>Austin Bridge &amp; Road, LP Irving, Texas</td>
<td>$29,290,752.70</td>
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<tr>
<td>McCarthy Dallas, Texas</td>
<td>$29,389,656.94</td>
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<tr>
<td>SEMA Construction Centennial, Colorado</td>
<td>$34,182,342.80</td>
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<tr>
<td>Texas Sterling Construction Company Euless, Texas</td>
<td>$34,606,996.26</td>
</tr>
</tbody>
</table>

- Oscar Renda Contracting, Inc., of Roanoke, Texas, is the lowest responsive, responsible Bidder.

**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500668, Facilities Relocation and Consolidation (Southwest Consolidated Campus Roads & Utilities Phase 1B), with Oscar Renda Contracting, Inc., of Roanoke, Texas, in an amount not to exceed $28,393,003.60, for the 480 calendar day of the Contract.

**Approved as to Form by**

Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 5:41 pm

**Approved as to Funding by**

Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 9:52 am

**Approved as to M/WBE by**

Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:49 am

**SIGNATURE REQUIRED FOR APPROVAL**

Approved by

Department Head
Mar 27, 2019 7:26 am

Chief Executive Officer
Date Pending
Action
That the Chief Executive Officer or designee be authorized to execute Contract No. 7006758, for Concrete Washout Container Services, with American Concrete Washouts, Inc., of Folsom, California, in an amount not to exceed $508,500.00, for the initial two-year term of the Contract, with options to renew for three additional one-year periods.

Description
- Award a Contract for Concrete Washout Container Services for the Airport’s Environmental Affairs Department.

Justification
- This is a replacement for an existing Contract which has been in place for five years.
- Per Texas Commission on Environmental Quality (TCEQ) Municipal Separate Stormwater System, construction site contractors must properly contain and dispose of concrete truck washout process water.
- Providing Airport construction projects with concrete washout containers prevents the illicit discharge of process water to the storm drainage system and receiving waters of Texas/United States.
- The Airport's contractors currently recycle the concrete solids and process water waste, eliminating the need for landfill disposal.

D/S/M/WBE Information
- In accordance with the Board's SBE Program, no SBE goal was set for this Contract due to no availability of SBE firms that perform this service.

Schedule/Term
- Start Date: May 2019
- Contract Term: Two years, with three one-year renewal options

<table>
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<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
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<td>NTE $508,500.00</td>
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For Information contact
- Robert Horton
  - 3-5563
- Miriam Seymour
  - 3-5631

<table>
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<tr>
<th>Fund</th>
<th>Project #</th>
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<td>Various</td>
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<td>$508,500.00</td>
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Additional Information

- One (1) bid, not from an SBE firm, was received on or before February 25, 2019.
- American Concrete Washouts, Inc., of Folsom, California, is the lowest responsive, responsible Bidder, and is the incumbent.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 7006758, for Concrete Washout Container Services, with American Concrete Washouts, Inc., of Folsom, California, in an amount not to exceed $508,500.00, for the initial two-year term of the Contract, with options to renew for three additional one-year periods.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 5:43 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 8:55 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:49 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Environmental Affairs
Mar 26, 2019 1:42 pm

Chief Executive Officer

Pending

Date
Date: 04/11/2019  
Committee: Operations  
Subject: Skylink Automatic Train Control Replacement Consulting Support Services  
Resolution #:  

**Action**  
That the Chief Executive Officer or designee be authorized to execute Contract No. 8005289, for Skylink Automatic Train Control Replacement Consulting Support Services, with Lea+Elliott, Inc., of Grand Prairie, Texas, in an amount not to exceed $2,243,035.00, for the three-year term of the Contract.

**Description**

- Award a Contract for the Skylink Automatic Train Control (ATC) Replacement Consulting Support Services for the Airport's Energy, Transportation and Asset Management Department.

**Justification**

- The Skylink ATC hardware and software systems are approaching the end of their service life and will be replaced by Bombardier Transportation (Holdings) USA, of Pittsburgh, Pennsylvania, under Contract 7006752, Skylink Automatic Train Control Replacement.
- Lea+Elliott, Inc. will provide technical support services including: design review oversight, manufacturing and installation oversight, acceptance testing and demonstration, and project management support.

**D/S/M/WBE Information**

- Lea+Elliott, Inc. has committed to achieving 9% SBE participation utilizing Moye Consulting, (WF-C).

**Schedule/Term**

- Start Date: May 2019  
- Contract Term: Three years

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>8005289</td>
<td>NTE</td>
<td></td>
<td>NTE $2,243,035.00</td>
<td>$0</td>
</tr>
</tbody>
</table>

**For Information contact**

- Tammy Huddleston  
  3-6132  
- Robert Ramert  
  3-5677

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Joint Capital Acct</td>
<td>26763-01</td>
<td></td>
<td>$2,243,035.00</td>
</tr>
</tbody>
</table>
Additional Information

- This Contract is a Specified Source.
- Lea+Elliott, Inc., is the only consultant for Automated People Mover (APM) systems that has provided consulting services for Skylink from its inception, planning, design, construction and subsequent upgrades. Their extensive system knowledge is necessary for the successful completion of the complex ATC systems replacement project.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 8005289, for Skylink Automatic Train Control Replacement Consulting Support Services, with Lea+Elliott, Inc., of Grand Prairie, Texas, in an amount not to exceed $2,243,035.00, for the three-year term of the Contract.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 28, 2019 3:19 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 2:12 pm

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 2:43 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Energy & Transportation Mgmt
Mar 27, 2019 6:10 pm

Chief Executive Officer
Date

Pending
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION

Date       Committee       Subject                                      Resolution #
04/11/2019 Operations Skylink Operations and Maintenance - Systems Replacement

Action
That the Chief Executive Officer or designee be authorized to increase Amended and Restated Contract No. 7005350, for Skylink Operations and Maintenance, with Bombardier Transportation (Holdings) USA, Inc., of Pittsburgh, Pennsylvania, in an amount not to exceed $4,831,606.00, for a revised Contract amount of $175,648,352.86.

Description
- Increase the Amended and Restated Contract for Skylink Operations and Maintenance for the Airport's Energy, Transportation and Asset Management Department.

Justification
- Replace Operational Radio System ($1,913,235), Public Address, Telephones and Audio Recorder ($1,711,636), Wayside Closed Circuit Television (CCTV) Cameras ($455,730), Vehicle Hubometers ($408,315) and Vehicle Diagnostic Touchscreen Displays ($342,690), all of which have met or exceeded their life expectancy.
- This Contract provides for rehabilitation of the entire Skylink system and programmed maintenance.
- Included in the programmed maintenance are all Skylink operating system equipment and fixed facilities incidental to the operation.

D/S/M/WBE Information
- In accordance with the Board's historical M/WBE Program, the M/WBE goal for this Contract is 20%.
- Bombardier Transportation (Holdings) USA, Inc. committed to achieving 20.12% M/WBE participation and is currently achieving 20.47%. The M/WBE subcontracting commitment is applicable to the increase amount.

Schedule/Term
- The current Contract completion date of May 17, 2021, is not affected by this action.

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
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<tbody>
<tr>
<td>7005350</td>
<td>NTE</td>
<td></td>
<td>$4,831,606.00</td>
<td>$175,648,352.86</td>
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For Information contact
Tammy Huddleston
Robert Ramert

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
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</thead>
<tbody>
<tr>
<td>Joint Capital Acct</td>
<td>Various</td>
<td></td>
<td>$4,831,606.00</td>
</tr>
</tbody>
</table>
Additional Information

- The services of the Contract are exempt from competitive bidding, in accordance with local Government Code 252.022, as they are available only from one source.
- On April 7, 2011, by Resolution No. 2011-04-089, the Board awarded Contract No. 7005350, for Skylink Operations and Maintenance, with Bombardier Transportation (Holdings) USA, Inc., of Pittsburgh, Pennsylvania.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to increase Amended and Restated Contract No. 7005350, for Skylink Operations and Maintenance, with Bombardier Transportation (Holdings) USA, Inc., of Pittsburgh, Pennsylvania, in an amount not to exceed $4,831,606.00, for a revised Contract amount of $175,648,352.86.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
Mar 28, 2019 3:20 pm

Approved as to Funding by

Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 2:13 pm

Approved as to M/WBE by

Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 2:43 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Pending
Chief Executive Officer
Date
## Action
That the Chief Executive Officer or designee be authorized to execute Contract No. 7006752, for Skylink Automatic Train Control Replacement, with Bombardier Transportation (Holdings) USA Inc., of Pittsburgh, Pennsylvania, in an amount not to exceed $34,748,000.00, for the three-year term of the Contract.

## Description
- Award a Contract for Skylink Automatic Train Control (ATC) Replacement for the Airport's Energy, Transportation and Asset Management Department.

## Justification
- ATC system hardware and software are both approaching the end of their service life and require a technology upgrade to ensure uninterrupted, reliable and safe operation of Skylink.
- Provide a Central Control Operator/Maintenance Control Operator Simulator. The Simulator will be used in continuous safety training, on different emergency scenarios, which will contribute to Skylink’s enhanced performance.

### D/S/M/WBE Information
- N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Government Code Exemption).
- Bombardier Transportation (Holdings) USA Inc. has committed to achieving 3% SBE participation for this contract.

### Schedule/Term
- Start Date: May 2019
- Contract Term: Three years

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
</tr>
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<tr>
<td>7006752</td>
<td></td>
<td></td>
<td>NTE $34,748,000.00</td>
<td>$0</td>
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</table>

<table>
<thead>
<tr>
<th>For Information contact</th>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Tammy Huddleston 3-6132</td>
<td>Joint Capital Acct</td>
<td>26763-01</td>
<td></td>
<td>$34,748,000.00</td>
</tr>
</tbody>
</table>
Additional Information

- The services of the Contract are exempt from competitive bidding, in accordance with local Government Code 252.022, as they are available only from one source.
- On April 7, 2011, by Resolution No. 2011-04-089, the Board awarded Contract No. 7005350, for Skylink Operations and Maintenance, with Bombardier Transportation (Holdings) USA, Inc., of Pittsburgh, Pennsylvania.
- Includes a $3.8M budget increase which is contingent on airline MII approval.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 7006752, for Skylink Automatic Train Control Replacement, with Bombardier Transportation (Holdings) USA Inc., of Pittsburgh, Pennsylvania, in an amount not to exceed $34,748,000.00, for the three-year term of the Contract.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
Mar 28, 2019 3:21 pm

Approved as to Funding by

Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 2:13 pm

Approved as to M/WBE by

Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 2:44 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Energy & Transportation Mgmt
Mar 27, 2019 6:10 pm

Chief Executive Officer

Pending

Date
Date: 04/11/2019  
Committee: Operations  
Subject: Curbside Signage Enhancements - Terminals A & C  
Resolution #: 

**Action**
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500677, Curbside Signage Enhancements - Terminals A & C, with Synergy Signs & Services, LLC, of Fort Worth, Texas, in an amount not to exceed $783,360.00, for the 270 calendar day term of the Contract.

**Description**
- This project will provide signage for loading/unloading customers on the curbside of Terminals A and C.
- Work will include, but is not limited to,
  - Removal and demolition of all existing curbside signage
  - Fabrication of curbside signage including, but not limited to, sheet welding and metal fabrication
  - Installation of digital print graphic vinyl film to signage and mill finish
  - Installation of signage by mounting panels to framing

**Justification**
- Providing signage will improve traffic flow and ease of navigation.
- This action will reinforce safety and security of the curbside operations.

**D/S/M/WBE Information**
- In accordance with the Board's MBE Program, the MBE goal for this contract is 10%.
- Synergy Signs & Services, LLC has committed to achieving 10% MBE participation utilizing Tito's Manufacturing (HM-C).

**Schedule/Term**
- Start Date: April 2019
- Contract Duration: 270 calendar days

**Contract #**  
<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>9500677</td>
<td>NTE</td>
<td></td>
<td>NTE $783,360.00</td>
<td>$0</td>
</tr>
</tbody>
</table>

**For Information contact**
- Austin Frith  
  3-4678  
- Lisa Arthurs  
  3-1748

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Joint Capital Account</td>
<td>27035-01</td>
<td></td>
<td>$783,360.00</td>
</tr>
</tbody>
</table>
Seven (7) bids were received, including one (1) from an MBE firm, on or before February 27, 2019.
Bid Tabulation attached.
Synergy Signs & Lighting, of Fort Worth, Texas, is the lowest responsive, responsible Bidder.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500677, Curbside Signage Enhancements - Terminals A & C, with Synergy Signs & Services, LLC, of Fort Worth, Texas, in an amount not to exceed $783,360.00, for the 270 calendar day term of the Contract.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 4:37 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 9:45 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:34 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Mar 27, 2019 8:10 am

Chief Executive Officer
Pending
Date
## Bid Tabulation

<table>
<thead>
<tr>
<th>Bidders</th>
<th>Bid Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Synergy Signs &amp; Services, LLC Fort Worth, Texas</td>
<td>$783,360.00</td>
</tr>
<tr>
<td>SSC Signs &amp; Lighting Dallas, Texas</td>
<td>$870,386.00</td>
</tr>
<tr>
<td>MK Construction Irving, Texas</td>
<td>$1,369,991.00</td>
</tr>
<tr>
<td>Facility Solutions Group Austin, Texas</td>
<td>$1,393,051.00</td>
</tr>
<tr>
<td>Dallas Digital Signs &amp; Graphics Argyle, Texas</td>
<td>$1,590,000.00</td>
</tr>
<tr>
<td>Artografx, Inc. Dallas, Texas</td>
<td>$1,659,000.00</td>
</tr>
<tr>
<td>Gilbert May, Inc., dba Phillips/May CorporationN1</td>
<td>$1,961,333.00</td>
</tr>
</tbody>
</table>

**Note:**
1. MBE-Certified through North Central Texas Regional Certification Agency
**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

**OFFICIAL BOARD ACTION/RESOLUTION**

**Date**
04/11/2019

**Committee**
Operations

**Subject**
Glade Road and Bridge Reconstruction Funding Agreement

**Resolution #**

**Action**
That the Board (i) authorize an increase to the amount previously approved for the design and construction of Glade Road in the amount of $1,264,796.00 for a revised amount of $6,353,633.00; (ii) authorize the Chief Executive Officer or designee to execute an Advance Funding Agreement with Texas Department of Transportation (TxDOT) for the design and construction of Glade Road; and (iii) adopt the attached resolution authorizing the execution of the Glade Road Bridge Advance Funding Agreement with TxDOT.

**Description**

- In January 2018, the DFW Airport Board authorized funding for the Glade Road reconstruction in an amount of $5,088,837.00 per Resolution No. 2018-01-008.
- DFW Airport is now seeking to fund an estimated additional $1,264,796.00 to TxDOT to design and construct Glade Road for a revised estimated total of $6,353,633.00.
- Upon Board approval, the attached resolution and the Advance Funding Agreement will be signed allowing DFW to accept federal funds for the Bridge.
- Glade Road will be closed for approximately one year during reconstruction.

**Justification**

- This will improve safety by bringing the road into alignment with current geometric standards.
- It will increase the width of shoulders due to the projected increase in truck traffic resulting in cost increases. Additionally, it will provide truck relief to Mid Cities Boulevard allowing Mid Cities to serve commuter traffic.
- The bridge section will be improved to reduce the risk of road and bridge flooding and subsequent road closure.
- Allows for seamless project delivery with TxDOT as the implementing agency.

**D/S/M/WBE Information**

- N/A - Not Subject to the Board's D/S/M/WBE Program Policies (Funding Exchange).

**Schedule/Term**
TxDOT Design April 2019 - April 2020
TxDOT Construction Solicitation April 2020 - June 2020
Roadway & Bridge Reconstruction July 2020 - August 2021

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td>$1,264,796.00</td>
<td>$6,353,633.00</td>
</tr>
</tbody>
</table>

**For Information contact**
Jason Williams
3-4858

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
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<tbody>
<tr>
<td>DFW Capital Acct</td>
<td>26681-01</td>
<td></td>
<td>$1,264,796.00</td>
</tr>
</tbody>
</table>
Additional Information
TxDOT's contribution towards the project is estimated at $3,360,913.00.
TxDOT requires two separate Funding Agreements—one for the road reconstruction and one for the bridge replacement.
An additional $1,264,796.00 from DFW is necessary to process the Glade Road Reconstruction Funding Agreement.
A local match in the form of an equivalent dollar amount for a related culvert structure replacement is necessary to process the Glade Road Bridge Funding Agreement at no additional cost to DFW.
Project Costs may change as the project evolves during design resulting in potential increases funded by DFW.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Board (i) authorize an increase to the amount previously approved for the design and construction of Glade Road in the amount of $1,264,796.00 for a revised amount of $6,353,633.00; (ii) authorize the Chief Executive Officer or designee to execute an Advance Funding Agreement with Texas Department of Transportation (TxDOT) for the design and construction of Glade Road; and (iii) adopt the attached resolution authorizing the execution of the Glade Road Bridge Advance Funding Agreement with TxDOT.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 28, 2019 12:25 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 9:35 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 2:47 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head Planning
Mar 26, 2019 10:19 am

Pending
Chief Executive Officer Date
AGENDA
FINANCE/AUDIT COMMITTEE MEETING
TUESDAY, APRIL 9, 2019
12:50 p.m.

FINANCE/AUDIT COMMITTEE

24. Approve Minutes of the Finance/Audit Committee Meeting of March 5, 2019.


Consent Items for Consideration

Mike Phemister 27. Approve termination of existing Interlocal Agreement and execute a new Interlocal Agreement between DFW Airport, Dallas Area Rapid Transit, and Trinity Metro for bus service between the Trinity Rail Express (TRE) CentrePort Station and DFW Airport in an amount not to exceed $250,000.00 for a term of three years.

Elaine Rodriguez 28. Approve an increase to Legal Services Contract No. 8005115 with the firm of Milby LLC of Dallas, Texas, in an amount not to exceed $50,000.00, for a revised contract amount not to exceed $98,750.00.

Michael Youngs 29. Approve execution of Contract No. 7006773, for Security Vulnerability Testing Services, with MGT of America Consulting, LLC, of Tampa, Florida, in an amount not to exceed $59,620.00, for the one-year term of the Contract.

Action Items for Consideration

Jeff Benvegnu 30. Approve execution of a Reimbursement Agreement with American Airlines, Inc. (AA) for the replacement of Baggage Handling System (BHS) components in Terminals A, C and D in an amount not to exceed $42,600,000.00.

Paul Puopolo 31. Approve execution of three Contracts for Innovation Consulting and Planning Services: Contract No. 8005273, with Prophet Brand Strategy, of San Francisco, California, in an amount not to exceed $500,000.00; Contract No. 8005296, with Research Triangle Institute, of Research Triangle Park, North Carolina, in an amount not to exceed $1,000,000.00; Contract No. 8005297, with ECSI Consulting, Inc., of Boston, Massachusetts, in an amount not to exceed $500,000.00. The initial term of the Contracts are two years, with options to renew for three additional one-year periods. Total amount for this action is $2,000,000.00.
32. Approve execution of Contract No. 8005302, for Digital Ecosystem Strategy Consulting Services, with Radius Product Development, Inc., of San Jose, California, in an amount not to exceed $2,000,000.00, for the two-year term of the Contract.

Michael Youngs

33. Approve execution of Contract No. 7006656, for Bus Tracking and Passenger Counting System, with ETA Transit Systems, Inc., of Boca Raton, Florida, in an amount not to exceed $2,688,890.00, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.

Discussion Items

Tamela Lee

34. Monthly D/S/M/WBE Expenditure Report.

Greg Spoon

35. Purchase Orders/Contracts and Professional Services Contracts approved by Authorized Staff.
Dallas Fort Worth International Airport
KPIs and Financial Report – FY 2019
For the Five Months Ended February 28, 2019 – Unaudited
# Key Performance Indicator Scorecard
For the Five Months Ended February 28, 2019 – Unaudited

<table>
<thead>
<tr>
<th>Key Performance Indicator</th>
<th>Year-To-Date</th>
<th>FY 2019 Budget</th>
<th>FY 2019 Actuals</th>
<th>FY 2018 Actuals</th>
<th>Actuals vs. Budget Increase/(Decrease)</th>
</tr>
</thead>
<tbody>
<tr>
<td>DFW CC Net Revenues</td>
<td>$48.6</td>
<td>$54.8</td>
<td>$48.0</td>
<td>$6.7</td>
<td>14.0%</td>
</tr>
<tr>
<td>Total Expenditure Budget</td>
<td>$375.7</td>
<td>$411.6</td>
<td>$410.9</td>
<td>$0.7</td>
<td>0.2%</td>
</tr>
<tr>
<td>Airline Costs</td>
<td>$182.4</td>
<td>$202.3</td>
<td>$206.2</td>
<td>($3.8)</td>
<td>(1.9%)</td>
</tr>
<tr>
<td>Total Passengers* (Ms)</td>
<td>27.05</td>
<td>27.60</td>
<td>27.46</td>
<td>0.14</td>
<td>0.5%</td>
</tr>
</tbody>
</table>

* Updated FY 2019 Passenger Forecast

**Results Status Bar**
- Green: Improved/Constant
- Yellow: Worse
## DFW Cost Center
For the Five Months Ended February 28, 2019 – Unaudited

### Year-To-Date FY 2019

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
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<tr>
<td><strong>Revenues</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Parking</td>
<td>$64.2</td>
<td>$68.1</td>
<td>$67.0</td>
<td>$1.1 1.6%</td>
<td>$175.2</td>
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<tr>
<td>Concessions</td>
<td>34.0</td>
<td>36.5</td>
<td>34.4</td>
<td>2.1 6.0%</td>
<td>88.1</td>
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<tr>
<td>Rental Car</td>
<td>13.3</td>
<td>13.3</td>
<td>13.5</td>
<td>(0.2) (1.1%)</td>
<td>34.4</td>
</tr>
<tr>
<td>Commercial Development</td>
<td>19.2</td>
<td>20.3</td>
<td>20.0</td>
<td>0.3 1.6%</td>
<td>48.5</td>
</tr>
<tr>
<td>Other Revenues</td>
<td>15.7</td>
<td>17.8</td>
<td>16.2</td>
<td>1.6 9.9%</td>
<td>39.7</td>
</tr>
<tr>
<td><strong>Total Revenues</strong></td>
<td>146.4</td>
<td>156.1</td>
<td>151.1</td>
<td>5.0 3.3%</td>
<td>386.1</td>
</tr>
<tr>
<td><strong>DFW CC Expenditures</strong></td>
<td></td>
<td></td>
<td></td>
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</tr>
<tr>
<td>Operating Expenditures</td>
<td>53.7</td>
<td>56.6</td>
<td>58.6</td>
<td>(2.0) (3.3%)</td>
<td>145.1</td>
</tr>
<tr>
<td>Debt Service, net</td>
<td>26.7</td>
<td>25.7</td>
<td>25.7</td>
<td>0.0 0.1%</td>
<td>61.7</td>
</tr>
<tr>
<td><strong>Total Expenditures</strong></td>
<td>80.4</td>
<td>82.3</td>
<td>84.3</td>
<td>(1.9) (2.3%)</td>
<td>206.8</td>
</tr>
<tr>
<td><strong>Gross Margin - DFW Cost Center</strong></td>
<td>66.0</td>
<td>73.7</td>
<td>66.8</td>
<td>6.9 10.3%</td>
<td>179.3</td>
</tr>
<tr>
<td><strong>Less Transfers and Skylink</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>DFW Terminal Contribution</td>
<td>1.1</td>
<td>1.2</td>
<td>1.2</td>
<td>0.0 0.0%</td>
<td>2.9</td>
</tr>
<tr>
<td>Skylink Costs</td>
<td>16.3</td>
<td>17.7</td>
<td>17.6</td>
<td>0.2 0.9%</td>
<td>44.0</td>
</tr>
<tr>
<td><strong>Net Revenues from DFW Cost Center</strong></td>
<td>$48.6</td>
<td>$54.8</td>
<td>$48.0</td>
<td>$6.7 14.0%</td>
<td>$132.4</td>
</tr>
</tbody>
</table>
### Airfield and Terminal Cost Centers
**For the Five Months Ended February 28, 2019 – Unaudited**

<table>
<thead>
<tr>
<th>(in millions)</th>
<th>Year-To-Date FY 2018</th>
<th>Year-To-Date FY 2019</th>
<th>FY 2019 Budget</th>
<th>Actuals vs. Budget Increase/(Decrease)</th>
<th>Annual Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Revenues</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Landing Fees</td>
<td>$62.7</td>
<td>$48.0</td>
<td>$47.7</td>
<td>$0.3</td>
<td>0.6%</td>
</tr>
<tr>
<td>Other Airfield</td>
<td>4.8</td>
<td>5.3</td>
<td>4.9</td>
<td>0.4</td>
<td>8.3%</td>
</tr>
<tr>
<td>Transfer from DFW Cost Center</td>
<td>12.8</td>
<td>19.8</td>
<td>14.7</td>
<td>5.0</td>
<td>34.3%</td>
</tr>
<tr>
<td><strong>Total Airfield Revenue</strong></td>
<td>80.3</td>
<td>73.1</td>
<td>67.3</td>
<td>5.8</td>
<td>8.6%</td>
</tr>
<tr>
<td>Terminal Leases</td>
<td>111.5</td>
<td>128.8</td>
<td>128.5</td>
<td>0.3</td>
<td>0.3%</td>
</tr>
<tr>
<td>FIS Fees</td>
<td>9.6</td>
<td>9.9</td>
<td>9.6</td>
<td>0.3</td>
<td>3.2%</td>
</tr>
<tr>
<td>Turn Fees and Other</td>
<td>21.6</td>
<td>22.3</td>
<td>22.3</td>
<td>(0.1)</td>
<td>(0.3%)</td>
</tr>
<tr>
<td><strong>Total Terminal Revenues</strong></td>
<td>142.8</td>
<td>161.1</td>
<td>160.5</td>
<td>0.6</td>
<td>0.4%</td>
</tr>
<tr>
<td>DFW Terminal Contributions</td>
<td>1.1</td>
<td>1.2</td>
<td>1.2</td>
<td>0.0</td>
<td>0.0%</td>
</tr>
<tr>
<td><strong>Total Revenues</strong></td>
<td>224.2</td>
<td>235.4</td>
<td>229.0</td>
<td>6.3</td>
<td>2.8%</td>
</tr>
<tr>
<td><strong>Expenditures</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Operating Expenditures</td>
<td>111.7</td>
<td>128.7</td>
<td>126.0</td>
<td>2.7</td>
<td>2.1%</td>
</tr>
<tr>
<td>Debt Service, net *</td>
<td>101.0</td>
<td>108.8</td>
<td>109.0</td>
<td>(0.2)</td>
<td>(0.2%)</td>
</tr>
<tr>
<td><strong>Total Expenditures</strong></td>
<td>212.7</td>
<td>237.5</td>
<td>235.0</td>
<td>2.5</td>
<td>1.1%</td>
</tr>
<tr>
<td><strong>Total Airfield /Terminal Net Income/(Loss)</strong></td>
<td>$11.5</td>
<td>($2.1)</td>
<td>($6.0)</td>
<td>$3.8</td>
<td>(64.2%)</td>
</tr>
</tbody>
</table>

* - Net of Passenger Facility Charges (PFC's) and Customer Facility Charges (CFC's)
## Operating Fund – Total Expenditures
For the Five Months Ended February 28, 2019 – Unaudited

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Operating Expenditures</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Salaries and Wages</td>
<td>$59.6</td>
<td>$63.1</td>
<td>$63.4</td>
<td>($0.3)</td>
<td>(0.5%)</td>
</tr>
<tr>
<td>Benefits</td>
<td>28.3</td>
<td>29.2</td>
<td>30.8</td>
<td>(1.6)</td>
<td>(5.2%)</td>
</tr>
<tr>
<td>Facility Maintenance Contracts</td>
<td>27.1</td>
<td>29.5</td>
<td>29.1</td>
<td>0.4</td>
<td>1.4%</td>
</tr>
<tr>
<td>Other Contract Services</td>
<td>36.1</td>
<td>47.6</td>
<td>45.0</td>
<td>2.6</td>
<td>5.7%</td>
</tr>
<tr>
<td>Utilities</td>
<td>10.1</td>
<td>10.6</td>
<td>10.4</td>
<td>0.2</td>
<td>1.6%</td>
</tr>
<tr>
<td>Equipment and Other Supplies</td>
<td>6.3</td>
<td>7.5</td>
<td>7.2</td>
<td>0.3</td>
<td>3.7%</td>
</tr>
<tr>
<td>Insurance</td>
<td>2.0</td>
<td>2.4</td>
<td>2.2</td>
<td>0.2</td>
<td>7.3%</td>
</tr>
<tr>
<td>Fuels</td>
<td>1.5</td>
<td>1.6</td>
<td>1.7</td>
<td>(0.1)</td>
<td>(7.0%)</td>
</tr>
<tr>
<td>General, Administrative, and Other</td>
<td>2.8</td>
<td>2.5</td>
<td>3.2</td>
<td>(0.6)</td>
<td>(20.4%)</td>
</tr>
<tr>
<td>Change in Operating Reserves</td>
<td>4.6</td>
<td>6.8</td>
<td>6.8</td>
<td>0.0</td>
<td>0.0%</td>
</tr>
<tr>
<td><strong>Total Operating Expenditures</strong></td>
<td>178.7</td>
<td>200.7</td>
<td>199.8</td>
<td>0.9</td>
<td>0.5%</td>
</tr>
<tr>
<td><strong>Debt Service, gross</strong></td>
<td>197.0</td>
<td>210.9</td>
<td>211.1</td>
<td>(0.2)</td>
<td>(0.1%)</td>
</tr>
<tr>
<td><strong>Total 102 Fund Expenditures</strong></td>
<td>$375.7</td>
<td>$411.6</td>
<td>$410.9</td>
<td>$0.7</td>
<td>0.2%</td>
</tr>
</tbody>
</table>
Notes to the Statement of Revenues and Expenses
For the Five Months Ended February 28, 2019 – Unaudited

Parking
Parking revenue was $68.1 million, $1.1 million (1.6%) higher than budget as a result of changes in the utilization of parking products.

Concessions
Concessions revenues were $36.5 million, $2.1 million (6.0%) higher than budget primarily in food & beverage and passenger services.

Other Revenues
Other revenues were $17.8 million, $1.6 million (9.9%) higher than budget primarily due to building permit fees and interest income as a result of higher than expected interest rates.

Transfer from DFW Cost Center
Transfer from DFW Cost Center revenues were $19.8 million, $5.0 million (34.3%) higher than budget primarily due to increased DFW Cost Center net revenues, 75% of which are shared with the airlines.

Benefits
Benefits were $29.2 million, $1.6 million (5.2%) lower than budget primarily due to lower healthcare costs as a result of stop loss reimbursements and lower than budgeted workers comp claims.

Other Contract Services
Other contract services were $47.6 million, $2.6 million (5.7%) higher than budget primarily due to contract labor, maintenance contracts (deicing, power washing and cabling), bussing, consulting and other professional partially offset by outside contracts and marketing services.

G&A and Other
General, administrative, and other expenses were $2.5 million, $0.6 million (20.4%) lower than budget primarily due to savings in business development, travel, memberships and miscellaneous expenses.
Date: 04/11/2019  
Committee: Finance/Audit  
Subject: Approval of Interlocal Agreement  
Resolution #

**Action**

That the Chief Executive Officer or designee be authorized to terminate the existing Interlocal Agreement and execute a new Interlocal Agreement between DFW Airport, Dallas Area Rapid Transit, and Trinity Metro for bus service between the Trinity Rail Express (TRE) CentrePort Station and DFW Airport in an amount not to exceed $250,000.00 for a term of three years.

**Description**

- In 2000, DFW Airport entered into an Interlocal Agreement to begin bus service between the Trinity Rail Express (TRE) CentrePort Station and the Airport's South Shuttle Lot.
- In 2010, the North Central Texas Council of Governments (NCTCOG) was able to secure grant funding from the Federal Transportation Administration (FTA) to operate the bus.
- DFW entered into an amended Interlocal Agreement with Dallas Area Rapid Transit (DART) and Trinity Metro which stated that DFW would be the sub-recipient of the grant and operate the bus service. The three parties would equally pay any costs not reimbursed by FTA funds.
- In 2019, Trinity Metro completed its TEXRail commuter line to DFW Airport which complemented DART service to Dallas. With direct service to downtown Dallas and downtown Fort Worth, plus changing FTA grant requirements, DFW began evaluating the future need of the TRE bus service.
- Through discussions with the NCTCOG, DART, and the Trinity Metro, it was determined that the bus service is still critical to the regional transportation needs, but would be better served if the service was operated by Trinity Metro.
- Trinity Metro can continue the service at a lower cost and can meet certain FTA requirements.
- This interlocal agreement provides that Trinity Metro will begin operating the service and be the grant's sub-recipient and that Trinity Metro, DART and DFW Airport will equally pay any costs not reimbursed by FTA funds.
- It is estimated that the costs to the Airport will not exceed $250,000 over the term of the agreement. Trinity Metro plans to purchases new buses in Fiscal Year 2020, thus the Airport's costs will not exceed $150,000. The remaining two years the Airport's costs will not exceed $50,000 per year. DFW currently spends about $150,000 per year for this service.

**Justification**

- This action will continue the critical last mile bus service from CentrePort Station to the Airport at a substantially lower cost.

**D/S/M/WBE Information**

- N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Interlocal Agreement).

**Contract #**  
**Agreement #**  
**Purchase Order #**  
**Action Amount** $250,000.00  
**Revised Amount** $0

**For Information contact**

Michael Phemister  
3-5447

**Fund**  
**Project #**  
**External Funding Source**  
**Amount** $250,000.00
BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to terminate the existing Interlocal Agreement and execute a new Interlocal Agreement between DFW Airport, Dallas Area Rapid Transit, and Trinity Metro for bus service between the Trinity Rail Express (TRE) CentrePort Station and DFW Airport in an amount not to exceed $250,000.00 for a term of three years.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 28, 2019 11:30 am

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 8:53 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:51 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Mar 25, 2019 2:06 pm

Pending
Chief Executive Officer
Date
INTERLOCAL AGREEMENT
BETWEEN
DALLAS AREA RAPID TRANSIT
and
TRINITY METRO
and
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

THIS AGREEMENT, by and between DALLAS AREA RAPID TRANSIT (“DART”), a Texas regional transportation authority organized and existing pursuant to Chapter 452, Texas Transportation Code, whose address is 1401 Pacific Avenue, Dallas, Texas 75202, FORT WORTH TRANSPORTATION AUTHORITY (dba TRINITY METRO), a Texas regional transportation authority organized and existing pursuant to Chapter 452, Texas Transportation Code, whose address is 801 Cherry Street, Suite 850, Fort Worth, Texas 76102, and the DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD (“DFW International Airport Board”), all of such entities being collectively referred to as the “Parties” or individually as a “Party.”

WITNESSETH:

WHEREAS, DART, Trinity Metro and DFW International Airport Board are working to improve regional transit services to and around DFW International Airport (the “Airport”); and,

WHEREAS, the Parties entered into that certain Interlocal Agreement Between Dallas Area Rapid Transit, The Fort Worth Transportation Authority and Dallas-Fort Worth Airport Board for Funding & Operation Of Ground Transportation At And To DFW International Airport And Vehicles For Other Job Access Services Provided By DART, approved by the DFW International Airport Board on September 7, 2000 (the “Current Funding Agreement”); and

WHEREAS, DFW International Airport Board desires to relinquish management and operation of the current circulator service it is providing under the Current Funding Agreement to Trinity Metro; and

WHEREAS, to accomplish Trinity Metro’s undertaking that management and operation, the Parties intend to terminate the Current Funding Agreement as of March 31, 2019, in order to commence operations under this Agreement; and

WHEREAS, the Parties desire to cooperate in enhancing transit access to parts of the Airport not currently served by transit and thereby securing access to jobs, specifically by providing funding for vehicles and for the operation of a circulator service between the Trinity Railway Express (TRE) Centreport Station (the “Centreport Station”) and DFW International Airport Remote South parking (the “Remote South Parking”) (the foregoing service collectively defined as the “Service”); and

WHEREAS, Pursuant to Sections 452.055(a) and 452.056(a)(2) of the Texas Transportation Code and the Interlocal Cooperation Act, Chapter 791, Texas Government Code, DART and Trinity Metro are authorized to enter into interlocal agreements with other governmental entities.

NOW THEREFORE, for the consideration herein-described, the receipt and sufficiency of which is acknowledged by the Parties, DART, Trinity Metro, and the DFW International Airport Board agree as follows:

AGREEMENT:

1. Term and Termination.

1.01. Term. The term of this Agreement shall begin on the 1st day of April, 2019 and terminate at midnight on the 30th day of September, 2021. The term will be divided into three (3) separate “Phases,” as follows:

   Phase I: April, 2019 through September, 2019
   Trinity Metro provides two (2) of its existing buses/trolleys and one (1) spare for the Service

   Phase II: October, 2019 through September, 2020
   Two (2) new buses and one (1) new spare are purchased with funding from the North Central Texas Council of Governments (“NCTCOG”) for the Service

   Phase III: October, 2020 through September, 2021
   Same buses purchased under Phase II with funding from NCTCOG are used for the Service

1.02. Termination. This Agreement may be terminated by (a) written agreement of all of the Parties; or (b) by any Party giving one hundred and twenty (120) days’ prior written notice to the other Parties of the termination to ensure sufficient time for any required public hearings and for any Party or Parties desiring to continue the Service to identify alternative means of continuing it without interruption.

1.03. Termination for Failure to Fund. DART’s, Trinity Metro’s, and the DFW International Airport Board’s fiscal years begin October 1 and end the following September 30th. Budget funds are approved by the DART Board of Directors for DART, the Trinity Metro Board of Directors for Trinity Metro, and by the City Councils of Dallas and Fort Worth, as owners of the Airport, on an annual basis. In the event any Party fails to fund this Agreement for any fiscal year during the term hereof, this Agreement shall automatically terminate on the last day of the fiscal year for which funding has been approved. All other Parties will be given no less than one hundred twenty (120) days’ prior written notice of any such non-approval of funding for this Agreement. In the event of a non-funding, the non-funding Party shall be liable for its share of operating costs incurred prior to the effective date of termination.

1.04. Reimbursement Upon Early Termination. If after the Phase II purchase of the three (3) new buses referenced in Section 1.01, either (A) Trinity Metro withdraws from the Service or (B) all of the Parties terminate the Service, DART and DFW International Airport Board will each receive reimbursement for its respective share of its local contributions (15% of the
buses’ purchase price) based on the then-remaining twelve (12) year useful life of each bus. If DART or DFW International Airport Board withdraws from the Service and the remaining Parties continue the Service at their expense, the withdrawing Party relinquishes any right to reimbursement under this Section 1.04. If notwithstanding the expectations of the Parties, Trinity Metro either (i) through no action or inaction of its own and despite all reasonable efforts, fails to retain title to those buses upon termination of the Service, or (ii) Trinity Metro withdraws from providing the Service and transfers title to all or some of the buses to a Party or Parties for continuation of the Service, the terms of this Section 1.04 will be equitably adjusted to as closely achieve the purposes and results of this section as possible under those circumstances.

2. DART Duties and Responsibilities. DART covenants and agrees as follows:

2.01. DART’s Operating Funds. DART shall contribute funds toward the cost of operations of the Service in quarterly installments on dates agreed upon by the Parties as described in Exhibit “A”.

3. Trinity Metro Duties and Responsibilities. Trinity Metro covenants and agrees as follows:

3.01. Trinity Metro’s Operating Funds. Trinity Metro shall contribute funds toward the cost of operations of the Service as agreed upon by the Parties as described in Exhibit “A”.

3.02. Vehicle Procurement. Trinity Metro shall procure, using its own procurement policy and procedures, the vehicles necessary for operation of the Service, all of which shall be fully accessible as required by the Americans with Disabilities Act.

3.03. Operation of Service. Trinity Metro shall operate the Service providing a direct connection between the CentrePort Station and the Remote South Parking. In no event shall Trinity Metro be obligated to operate the Service so as to pick up or drop off passengers at intermediate stops between the Centreport Station and Remote South Parking or, other than the Centreport Station, in any location outside the boundaries of the Airport. Unless otherwise later amended, the Service will:
- Operate on a 30-minute frequency from October 2019 to September 2021
- Operate Monday-Saturday from 5 AM – 11 PM

3.04. Federal Funds. Trinity Metro shall be responsible for applying for any Federal funds associated with this Service.

3.05. Complaints. Trinity Metro shall be responsible for responding to complaints including, but not limited to, those involving Americans with Disabilities Act or Civil Rights Act Title VI violations. DFW International Airport Board and DART shall have no responsibility for responding to any complaints.

3.06. Permits and Compliance. Trinity Metro shall possess or obtain any necessary permits required by ordinance or state or Federal law for operating the Service. DFW International Airport Board shall provide reasonable assistance to Trinity Metro to obtain any required permits. Trinity Metro shall comply with all applicable laws, rules, and regulations of the State of Texas and of the United States during the performance of this Agreement.

4. DFW International Airport Board Duties and Responsibilities. DFW International Airport Board covenants and agrees as follows:

4.01. DFW’s Operating Funds. DFW International Airport Board shall contribute funds toward the cost of operations of the Service in quarterly installments on dates agreed upon by the Parties as described in Exhibit “A”.

5. Joint Obligations.

5.01. Cost-Sharing Schedule. The Parties have jointly developed a cost-sharing schedule clarifying the division of operating costs between DART, DFW International Airport Board, and Trinity Metro which is attached hereto, marked Exhibit “A” and incorporated herein for all pertinent purposes.

5.02. Service Standards; Monitoring Performance. The Parties will jointly develop standards for the provision of the Service and for monitoring the performance of the Service. At such time as such standards are developed, they shall be incorporated into this Agreement for all purposes, effective as of the execution of this Agreement. In the meantime, and until replacement standards are developed, the standards under which the Service was provided pursuant to the Current Financing Agreement will be utilized.

5.03. Service Modifications. Any modification of the Service of more than plus or minus 25% of revenue miles shall require the prior written agreement of DART, Trinity Metro, and the DFW International Airport Board. Such modifications to the Service cannot be effectuated until or unless a public hearing is held in compliance with any applicable provisions of the Texas Transportation Code. Service modifications of less than 25% may be agreed to administratively, without the need for a hearing, and upon written agreement of all of the Parties.

5.04. Marketing of Service. The Parties shall jointly market the Service through their respective marketing efforts and each Party shall be responsible for bearing the costs of their own marketing efforts. Branding of the Service will be developed by Trinity Metro and is subject to the written approval of all Parties, such approval not to be unreasonably withheld or delayed, and all marketing by the Parties will conform to the approved branding.


6.01. Available Financing. Subject to the provisions of Section 1.04, each Party represents and warrants to the other Parties that the costs of any purchase made by it under this Agreement, or the payment for any of the Service made pursuant to the Agreement, will be properly made from financing sources then-available to said Party.

6.02. Authorized Signatures. Each Party represents and warrants to the other Parties that prior to the execution of this Agreement, the person signing such Agreement was authorized to do so by such Party’s governing body.
6.03. Future Authorizations. Each Party represents and warrants to the other Party that no renewal or extension of this Agreement will be signed unless it is first authorized by the governing body of such Party.

7. Contact Persons. The Parties will each designate an individual to serve as the primary point of contact under this Agreement ("Primary Contact Persons"), and the Parties will use all reasonable efforts to keep the Primary Contact Persons fully apprised of any issues arising in connection with the Service.

| DART: Todd Plesko, Vice President of Service Planning |
| Phone: 214-749-2750 |
| Email: TPlesko@dart.org |
| Trinity Metro: Detra Whitmore, Vice President Administration |
| Phone: (817) 215-8712 |
| Email: Detra.Whitmore@rideTM.org |
| DFW International Airport Board: Michael Phemister, Vice President Treasury Management |
| Phone: (972) 973-5447 |
| Email: MPHemister@dfwairport.com |

8. Miscellaneous.

8.01. Notices. Any notice required or permitted to be given by any Party to the other Parties shall be in writing, and shall be deemed to have been duly given when delivered personally, one (1) business day after being deposited with a reputable overnight air courier service, or three (3) business days after being deposited in the United States mail, certified, return receipt requested, in a postage-paid envelope addressed to the other Parties at the addresses set out below:

| DART |
| PO Box 660163 |
| Dallas, Texas 75266-7202 |
| Attention: Vice President, Planning and Scheduling |
| Trinity Metro |
| 801 Cherry Street, Suite 850 |
| Fort Worth, Texas 76102 |
| Attention: Detra Whitmore |
| DFW International Airport Board |
| PO Drawer 619428 |
| Dallas Fort Worth Airport, Texas 75261 |
| Attention: Vice President Treasury Management |

Any Party may change its address for notice by sending a notice as set forth above to the other Parties.

8.02. Assignment. This Agreement shall not be assigned without the prior consent of all Parties.

8.03 Audit. Either or both DART and DFW International Airport Board may review the books, records and billing of any and all of the Service performed by Trinity Metro under this Agreement. DFW International Airport Board, or DART is granted the right to audit, at its election and cost, all of Trinity Metro’s records and billings related to the performance of this Agreement. Trinity Metro agrees to retain such records for a minimum of three (3) years after the Service terminates.

8.04 Required FAA Contract Provisions. The following provisions are required by the Federal Aviation Administration. For the purposes of this Section 8.04, the DFW International Airport Board may be referred to as “Sponsor” or “Owner” and Trinity Metro and DART may be referred to as “Contractor” where applicable. The following provisions apply to DART and Trinity Metro only to the extent they are otherwise applicable to the Parties and to the Service and the other terms of this Agreement.

A. Contractor agrees that it will comply with pertinent statutes, Executive Orders and such rules as are promulgated to ensure that no person shall, on the grounds of race, creed, color, national origin, sex, age, or handicap, be excluded from participating in any activity conducted with or benefiting from Federal assistance. This provision binds the Contractor and subcontractors from the bid solicitation period through the completion of the contract. This provision is in addition to that required of Title VI of the Civil Rights Act of 1964.

B. The Sponsor, in accordance with the provisions of Title VI of the Civil Rights Act of 1974 (78 Stat. 252, 42 USC §§ 2000d-4) and the Regulations, hereby notifies all bidders or offerors that it will affirmatively ensure that any contract entered into pursuant to this advertisement disadvantaged business enterprises will be afforded full and fair opportunity to submit bids in response to this invitation and will not be discriminated against on the grounds of race, color, or national origin in consideration for an award.

C. Compliance with Nondiscrimination Requirements: During the performance of this contract, the Contractor, for itself, its assignees, and successors in interest (hereinafter referred to as the “Contractor”), agrees as follows:
1. Compliance with Regulations: The Contractor (hereinafter includes consultants) will comply with the Title VI List of Pertinent Nondiscrimination Acts and Authorities, as they may be amended from time to time, which are herein incorporated by reference and made a part of this contract.

2. Nondiscrimination: The Contractor, with regard to the work performed by it during the contract, will not discriminate on the grounds of race, color, or national origin in the selection and retention of subcontractors, including procurements of materials and leases of equipment. The Contractor will not participate directly or indirectly in the discrimination prohibited by the Nondiscrimination Acts and Authorities, including employment practices when the contract covers any activity, project, or program set forth in Appendix B of 49 CFR part 21.

3. Solicitations for Subcontracts, including Procurements of Materials and Equipment: In all solicitations, either by competitive bidding or negotiation made by the Contractor for work to be performed under a subcontract, including procurements of materials, or leases of equipment, each potential subcontractor or supplier will be notified by the Contractor of the contractor’s obligations under this contract and the Nondiscrimination Acts and Authorities on the grounds of race, color, or national origin.

4. Information and Reports: The Contractor will provide all information and reports required by the Acts, the Regulations, and directives issued pursuant thereto and will permit access to its books, records, accounts, other sources of information, and its facilities as may be determined by the sponsor or the Federal Aviation Administration to be pertinent to ascertain compliance with such Nondiscrimination Acts and Authorities and instructions. Where any information required of a contractor is in the exclusive possession of another who fails or refuses to furnish the information, the Contractor will so certify to the sponsor or the Federal Aviation Administration, as appropriate, and will set forth what efforts it has made to obtain the information.

5. Sanctions for Noncompliance: In the event of a Contractor’s noncompliance with the non-discrimination provisions of this contract, the sponsor will impose such contract sanctions as it or the Federal Aviation Administration may determine to be appropriate, including, but not limited to:

   (a) withholding payments to the Contractor under the Contract until the Contractor complies; and/or
   (b) Cancelling, terminating, or suspending a contract, in whole or in part.

6. Incorporation of Provisions: The Contractor will include the provisions of paragraphs one through six in every subcontract, including procurements of materials and leases of equipment, unless exempt by the Acts, the Regulations, and directives issued pursuant thereto. The Contractor will take action with respect to any subcontract or procurement as the sponsor or the Federal Aviation Administration may direct as a means of enforcing such provisions including sanctions for noncompliance. Provided, that if the Contractor becomes involved in, or is threatened with litigation by a subcontractor, or supplier because of such direction, the Contractor may request the contractor to enter into any litigation to protect the interests of the sponsor. In addition, the Contractor may request the United States to enter into the litigation to protect the interests of the United States.

D. Title VI List of Pertinent Nondiscrimination Acts and Authorities. During the performance of this Contract, the Contractor, for itself, its assignees, and successors in interest, (hereinafter referred to as the “Contractor”) agrees to comply with the following non-discrimination statutes and authorities to the extent applicable to the Service and this Agreement; including, but not limited to:

   • Title VI of the Civil Rights Act of 1964 (42 USC § 2000d et seq., 78 stat. 252) (prohibits discrimination on the basis of race, color, national origin);
   • 49 CFR part 21 (Non-discrimination in Federally-assisted programs of the Department of Transportation—Effectuation of Title VI of the Civil Rights Act of 1964);
   • The Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970, (42 USC § 4601) (prohibits unfair treatment of persons displaced or whose property has been acquired because of Federal or Federal-aid programs and projects);
   • Section 504 of the Rehabilitation Act of 1973 (29 USC § 794 et seq.), as amended (prohibits discrimination on the basis of disability); and 49 CFR part 27;
   • The Age Discrimination Act of 1975, as amended (42 USC § 6101 et seq.) (prohibits discrimination on the basis of age);
   • Airport and Airway Improvement Act of 1982 (49 USC § 471, Section 47123), as amended (prohibits discrimination based on race, creed, color, national origin, or sex);
   • The Civil Rights Restoration Act of 1987 (PL 100-209) (broadened the scope, coverage and applicability of Title VI of the Civil Rights Act of 1964, the Age Discrimination Act of 1975 and Section 504 of the Rehabilitation Act of 1973, by expanding the definition of the terms “programs or activities” to include all of the programs or activities of the Federal-aid recipients, sub-recipients and contractors, whether such programs or activities are Federally funded or not);
   • Titles II and III of the Americans with Disabilities Act of 1990, which prohibit discrimination on the basis of disability in the operation of public entities, public and private transportation systems, places of public accommodation, and certain testing entities (42 USC §§ 12131 – 12189) as implemented by U.S. Department of Transportation regulations at 49 CFR parts 37 and 38;
• The Federal Aviation Administration’s Nondiscrimination statute (49 USC § 47123) (prohibits discrimination on the basis of race, color, national origin, and sex);

• Executive Order 12898, Federal Actions to Address Environmental Justice in Minority Populations and Low-Income Populations, which ensures nondiscrimination against minority populations by discouraging programs, policies, and activities with disproportionately high and adverse human health or environmental effects on minority and low-income populations;

• Executive Order 13166, Improving Access to Services for Persons with Limited English Proficiency, and resulting agency guidance, national origin discrimination includes discrimination because of limited English proficiency (LEP). To ensure compliance with Title VI, you must take reasonable steps to ensure that LEP persons have meaningful access to your programs (70 Fed. Reg. at 74087 to 74100);

• Title IX of the Education Amendments of 1972, as amended, which prohibits you from discriminating because of sex in education programs or activities (20 USC 1681 et seq).

E. Occupational Health and Safety Act of 1970. All contracts and subcontracts that result from this solicitation incorporate by reference the requirements of 29 CFR Part 1910 with the same force and effect as if given in full text. The employer must provide a work environment that is free from recognized hazards that may cause death or serious physical harm to the employee. The employer retains full responsibility to monitor its compliance and their subcontractor’s compliance with the applicable requirements of the Occupational Safety and Health Act of 1970 (20 CFR Part 1910). The employer must address any claims or disputes that pertain to a referenced requirement directly with the U.S. Department of Labor – Occupational Safety and Health Administration.

8.05. Governing Law. This Agreement shall be construed and enforced in accordance with the law of the State of Texas. The venue shall be in Dallas or Tarrant County.

8.06. Entirety and Amendments. The Agreement embodies the entire agreement between the Parties with respect to the within subject matter, supersedes all prior agreements and understandings, if any, relating to the matters addressed herein, and may be amended or supplemented only a written instrument executed by all Parties.

8.07. Parties Bound. This Agreement shall be binding upon and inure to the benefit of the executing Parties and their respective successors and approved assigns.

8.08. Number and Gender. Words of any gender used in this Agreement shall be held and construed to include any other gender; and words in the singular shall include the plural and vice versa, unless the text clearly requires otherwise.

8.09. Relationship of the Parties. Nothing in this Agreement shall be deemed or construed by the Parties or by any third party, as creating the relationship of principal and agent, partnership, joint venture, or joint enterprise between the Parties.

8.10. Headings. The headings utilized in this Agreement are for reference and convenience only and shall not enter into the interpretation hereof.

8.11. Interpretation. No provision of the Agreement shall be construed against or interpreted to the disadvantage of any Party by any court or other governmental or judicial authority by reason of such Party having or being deemed to have drafted, prepared, structured, or dictated such provision.

8.12. Counterparts. This Agreement will be executed in multiple counterparts, all of which taken together shall constitute one single agreement between the Parties with respect to the matters herein contained.

8.13. No Waiver of Immunity; No Third-Party Beneficiaries. In the execution of this Agreement, none of the Parties waive, nor shall be deemed hereby to have waived, any immunity or any legal or equitable defense otherwise available against claims arising in the exercise of governmental powers and functions. By entering into this Agreement, the Parties do not create any obligations, express or implied, other than those set forth herein, and this Agreement does not create any rights in parties that are not signatories to this Agreement, including any rights in the public in general.

IN WITNESS WHEREOF, the Parties have executed this Agreement in multiple originals this ________ day of __________ 2019.

FORT WORTH TRANSPORTATION AUTHORITY
D/B/A TRINITY METRO

By:__________________________________
(Title)

DALLAS AREA RAPID TRANSIT

By:__________________________________
(Title)
**EXHIBIT A**

<table>
<thead>
<tr>
<th>Option A: Start with 30 minute interval and acquire 3 buses to continue at same level of service</th>
<th>NCTCOG Funds</th>
<th>Local Match (FTA Operating 50/50; Split 3 ways)</th>
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<tr>
<td><strong>Project Phase</strong></td>
<td><strong>RTR Funds</strong></td>
<td><strong>FTA - Vehicles</strong></td>
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<td>Phase I: April 2019 - September 2019 (30 minutes headway all day) 2 TM buses plus 1 spare</td>
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<td>Phase II: October 2019 - September 2020 (30 minutes headway all day) 2 new buses plus 1 spare</td>
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<td><strong>TOTAL</strong></td>
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DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION

<table>
<thead>
<tr>
<th>Date</th>
<th>Committee</th>
<th>Subject</th>
<th>Resolution #</th>
</tr>
</thead>
<tbody>
<tr>
<td>04/11/2019</td>
<td>Finance/Audit</td>
<td>Increase to Legal Services Contract No. 8005115 with the law firm of Milby LLC</td>
<td></td>
</tr>
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**Action**
That the Chief Executive Officer or designee be authorized to increase Legal Services Contract No. 8005115 with the firm of Milby LLC of Dallas, Texas, in an amount not to exceed $50,000.00, for a revised contract amount not to exceed $98,750.00.

**Description**
- This action would increase the Board’s contract for Legal Services regarding general advice and counsel in connection with construction and/or engineering matters.

**Justification**
- On September 11, 2017, the Board entered into a legal services contract with the firm of Milby LLC (Mitchell S. Milby) to provide general advice and counsel in connection with construction and/or engineering matters. This action would fund the continued work on an as needed basis.

**D/S/M/WBE Information**
- In accordance with the Board’s SBE Program, no SBE goal was set for this Contract due to the original contract being less than $50,000.00.

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<thead>
<tr>
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**For Information contact**
Elaine Rodriguez
3-5487

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<tr>
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BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to increase Legal Services Contract No. 8005115 with the firm of Milby LLC of Dallas, Texas, in an amount not to exceed $50,000.00, for a revised contract amount not to exceed $98,750.00.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 28, 2019 11:33 am

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 9:22 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 10:52 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Legal
Mar 27, 2019 1:01 pm

Chief Executive Officer
Pending
Date
Date 04/11/2019  
Committee Finance/Audit  
Subject Security Vulnerability Testing Services  
Resolution #

Action
That the Chief Executive Officer or designee be authorized to execute Contract No. 7006773, for Security Vulnerability Testing Services, with MGT of America Consulting, LLC, of Tampa, Florida, in an amount not to exceed $59,620.00, for the one-year term of the Contract.

Description
- Award a Contract for Security Vulnerability Testing Services for the Airport's Information Technology Services Department (ITS).

Justification
- This is a replacement for an existing Contract which has been in place for one year.
- These services will allow the ITS department to determine whether and how a malicious user can gain unauthorized access to assets that affect the fundamental security of the Airport's systems, files, logs, and cardholder data.
- The ITS security team will be able to leverage the results from the vulnerability testing to strengthen the Airport's systems against potential attacks from internal and external actors.
- Vulnerability testing will confirm that the appropriate controls, such as vulnerability management and segmentation, as required by the Payment Card Industry Data Security Standard are in place at the Airport.

D/S/M/WBE Information
- In accordance with the Board's SBE Program, no SBE goal was set for this Contract due to no known SBE firms, that perform this service.

Schedule/term
- Start Date: May 2019
- Contract Term: One year

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<th>Contract #</th>
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For Information contact
- Michael Youngs  
  3-5350
- Christian Brewer  
  3-5322
- Fund 0102
- Project #
- External Funding Source
  - Amount $59,620.00
Nine (9) bids, none from SBE firms, were received on or before March 18, 2019.

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<thead>
<tr>
<th>Bidders</th>
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<tr>
<td>MGT of America Consulting, LLC</td>
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<tr>
<td>Tampa, Florida</td>
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<tr>
<td>Comodo Security Solutions</td>
<td>$64,800.00</td>
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<tr>
<td>Clifton, New Jersey</td>
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<tr>
<td>ProCircular</td>
<td>$100,800.00</td>
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<tr>
<td>Coralville, Pennsylvania</td>
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<tr>
<td>True North Consulting Group</td>
<td>$113,932.00</td>
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<td>Waco, Texas</td>
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<tr>
<td>Future Com, Ltd.</td>
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<tr>
<td>Grapevine, Texas</td>
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<tr>
<td>Securance LLC</td>
<td>$165,288.00</td>
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<tr>
<td>Tampa, Florida</td>
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</tr>
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</table>

The bids submitted by Integration Partners Corporation, of Lexington, Massachusetts; Pace Solutions, of Plano, Texas; and CompliancePoint, of Duluth, Georgia, were determined non-responsive as the submissions did not meet the specifications outlined in the Airport’s solicitation.

Comodo Security Solutions, of Clifton, New Jersey, held the previous Contract and submitted a bid, but the Contract was awarded to MGT of America Consulting, LLC, of Tampa, Florida.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 7006773, for Security Vulnerability Testing Services, with MGT of America Consulting, LLC, of Tampa, Florida, in an amount not to exceed $59,620.00, for the one-year term of the Contract.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 28, 2019 11:33 am

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 9:06 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 11:50 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Information Technology Svcs
Mar 26, 2019 2:27 pm

Chief Executive Officer
Pending
Date
Reimbursement Agreement with American Airlines, Inc. for Replacement of Baggage Handling System components in Terminals A, C and D

Resolution #: 04/11/2019  
Committee: Finance/Audit  
Subject: Reimbursement Agreement with American Airlines, Inc. for Replacement of Baggage Handling System components in Terminals A, C and D

**Action**
That the Chief Executive Officer or designee be authorized to approve and execute a Reimbursement Agreement with American Airlines, Inc. (AA) for the replacement of Baggage Handling System (BHS) components in Terminals A, C and D in an amount not to exceed $42,600,000.00.

**Description**
- DFW Signatory Airlines approved a Majority-In-Interest capital improvement request for multiple projects including replacement of BHS components in Terminals A, C and D.
- Upon execution of a reimbursement agreement with AA, DFW will agree to reimburse AA (or its contractors) the actual cost incurred to replace the controls of the BHS in Terminals A and C, 17 outbound baggage makeup devices in Terminal D, and install a new baggage makeup unit at the MU6A location of Terminal D.
- Costs will be recovered from the Airlines through future terminal rent.

**Justification**
- Terminal D BHS replacement project  
  - Existing outbound makeup devices ($7.6M) are unreliable and difficult to repair.  
  - Units have been in constant operation and use since Terminal D opened (fourteen years ago), design and configuration are outdated and the new baggage makeup unit is needed at MU6A location ($9.5M).
- Terminals A and C BHS replacement project ($25.5M)  
  - Replacing BHS controls will improve efficiency of checked baggage movement through Terminals A and C.  
  - If not replaced, the systems will continue to degrade, impacting efficiency and customer experience.

**D/S/M/WBE Information**
See page 2

<table>
<thead>
<tr>
<th>Contract #</th>
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<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
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<td>NTE $42,600,000.00</td>
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**For Information contact**  
Jeff Benvegnu  
3-4640

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<th>Fund</th>
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<tr>
<td>Joint Capital Account</td>
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<td>$42,600,000.00</td>
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</table>
Resolution #

Additional Information

- Replacement of the outbound makeup devices at Terminal D will include removal and disposal of the 17 existing stop plate devices, fabrication of new devices, installation and commissioning of the replacement devices.
- Baggage makeup unit MU6A will add an additional unit to Terminal D.
- Replacement of the upper and lower level BHS controls in Terminals A and C will include replacement of computers, program logic controls, automatic tag readers, software and other associated equipment.

D/S/M/WBE Information

- AA has set a 19.5% goal on the Terminal A BHS Controls Replacement project.
- AA has awarded the contract to Brock Solutions US Systems, LLC, and Brock Solutions US Systems, LLC has committed to achieving 19.5% participation utilizing Vanguard Electrical Services, LLC (13.0%) and Real Networks (HM:C - 6.5%).
- AA has set a 16.1% goal on the Terminal C BHS Controls Replacement project.
- AA has awarded the contract to Brock Solutions US Systems, LLC, and Brock Solutions US Systems, LLC has committed to achieving 19.5% participation utilizing Vanguard Electrical Services, LLC (10.7%) and Real Networks (HM:C - 5.4%).
- AA has set a 22% goal on the Terminal D Make-Up Device Replacement project.
- AA has awarded the contract to Siemens Postal, Parcel & Airport Logistics LLC, and Siemens Postal, Parcel & Airport Logistics LLC has committed to achieving 22.1% participation utilizing MC Dean (7.9%) and Jordim International (14.2%).

Additional Attachments: N

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to approve an execute a Reimbursement Agreement with American Airlines, Inc. (AA) for the replacement of Baggage Handling System (BHS) components in Terminals A, C and D in an amount not to exceed $42,600,000.00.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
Mar 28, 2019 11:37 am

Approved as to Funding by

Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 27, 2019 11:15 am

Approved as to M/WBE by

Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 2:43 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Mar 26, 2019 1:21 pm

Chief Executive Officer Date
**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

**OFFICIAL BOARD ACTION/RESOLUTION**

<table>
<thead>
<tr>
<th>Date</th>
<th>Committee</th>
<th>Subject</th>
<th>Resolution #</th>
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<tbody>
<tr>
<td>04/11/2019</td>
<td>Finance/Audit</td>
<td>Innovation Consulting and Planning Services</td>
<td></td>
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**Action**

That the Chief Executive Officer or designee be authorized to execute Contracts for Innovation Consulting and Planning Services: Contract No. 8005273, with Prophet Brand Strategy, of San Francisco, California, in an amount not to exceed $500,000.00; Contract No. 8005296, with Research Triangle Institute, of Research Triangle Park, North Carolina, in an amount not to exceed $1,000,000.00; Contract No. 8005297, with ECSI Consulting, Inc., of Boston, Massachusetts, in an amount not to exceed $500,000.00. The initial term of the Contracts are two years, with options to renew for three additional one-year periods. Total amount for this action is $2,000,000.00.

**Description**

- Award three Contracts to provide Innovation Consulting, Design, Facilitation, and Professional Services for the Airport's Innovation Department.

**Justification**

- These Contracts will support the Airport's efforts to build a mature Innovation program and augment existing capabilities of the Airport.
- These Contracts will provide Innovation expertise through various phases of the Innovation process that could include, idea generation, facilitation, concept development, emerging technology assessment business case and test/pilot services. Services may include crowdsourcing support and innovation training for Airport employees on specific subject matter.
- These Contracts will provide augmentation capabilities to the current Innovation team on an as-needed basis based for individual innovation projects.
- Multiple Contract awards provide the Innovation team a broader selection of skills to match the required business needs for each project.
- Services will be authorized and funded on an as needed basis upon issuance of individual Delivery Orders.

**D/S/M/WBE Information**

- In accordance with the Board's SBE Program, no SBE goal was set for this Contract due to no availability of SBE firms that perform this service.

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
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<th>Action Amount</th>
<th>Revised Amount</th>
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</table>

**For Information contact**

| Paul Puopolo | Fund 0102 | Project # 0102 | External Funding Source | Amount $2,000,000.00 |
| Miriam Seymour | 3-5631 | | | |
### Schedule/Term

- Start Date: May 2019
- Contract Term: Two years, with three one-year renewal options

### Additional Information

- Nine (9) proposals, none from an SBE firm, were received on or before December 18, 2018.
- Based on evaluations of the proposals submitted, the Evaluation Committee, consisting of representatives for the Airport's Innovation, Customer Experience, Global Strategy and Development, and Business Diversity and Development Departments, recommend the Contracts be awarded to Prophet Brand Strategy, of San Francisco, California; Research Triangle Institute, of Research Triangle Park, North Carolina; and ECSI Consulting, Inc., of Boston, Massachusetts.

### BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contracts for Innovation Consulting and Planning Services: Contract No. 8005273, with Prophet Brand Strategy, of San Francisco, California, in an amount not to exceed $500,000.00; Contract No. 8005296, with Research Triangle Institute, of Research Triangle Park, North Carolina, in an amount not to exceed $1,000,000.00; Contract No. 8005297, with ECSI Consulting, Inc., of Boston, Massachusetts, in an amount not to exceed $500,000.00. The initial term of the Contracts are two years, with options to renew for three additional one-year periods. Total amount for this action is $2,000,000.00.

### Approved as to Form by

Rodríguez, Elaine  
Legal Counsel  
Mar 28, 2019 11:44 am

### Approved as to Funding by

Miyashita, Glenn  
Assistant Vice President Capital Planning  
Finance  
Mar 28, 2019 9:02 am

### Approved as to M/WBE by

Burks Lee, Tamela  
Vice President Business Diversity and Development  
Business Diversity and Development  
Mar 28, 2019 2:44 pm

### SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head  
Mar 26, 2019 5:37 pm

Pending

Chief Executive Officer  
Date
### Digital Strategy and Consulting Services

**Subject:**
Digital Strategy and Consulting Services

**Date:** 04/11/2019

**Committee:** Finance/Audit

**Resolution #**

**Description**
- Award a Contract for Digital Strategy and Consulting Services for DFW Airport.

**Justification**
- This Contract will support Phase 2 of Digital Ecosystem Strategy Consulting, with delivery of a solutions roadmap, defining new business value and cost savings for DFW and our stakeholder partners.
- Phase 1 of this work identified the IOC as a near-term beneficiary of the digital strategy and resulting contextual data platform.
  - Includes definitions of systems and technology strategy for the IOC to improve visibility and predictive capabilities in addressing impacts.
  - The same digital platform will serve both the IOC and the business (including Customer Experience and stakeholder partners)

**D/S/M/WBE Information**
- In accordance with the Board's SBE Program, no SBE goal was set for this Contract due to no availability of SBE firms that perform this service.

**Schedule/Term**
- Start Date: May 2019
- Contract Term: Two years

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**For Information contact**
- Paul Puopolo
  - 3-5830
- Sonji Brown-Killyon
  - 3-5648

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<td></td>
<td>$2,000,000.00</td>
</tr>
</tbody>
</table>
Additional Information

- This Contract is a specified source.
- Radius Product Development, Inc., of San Jose, California, has more than 20-years global expertise in digital strategy design to reduce risk and maximize return on investment.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 8005302, for Digital Ecosystem Strategy Consulting Services, with Radius Product Development, Inc., of San Jose, California, in an amount not to exceed $2,000,000.00, for the two-year term of the Contract.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 28, 2019 11:43 am

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Mar 28, 2019 9:05 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Mar 28, 2019 2:44 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Mar 26, 2019 5:37 pm

Chief Executive Officer
Date

Pending
Date: 04/11/2019  
Committee: Finance/Audit  
Subject: Bus Tracking and Passenger Counting System  
Resolution #:

**Action**
That the Chief Executive Officer or designee be authorized to execute Contract No. 7006656, for Bus Tracking and Passenger Counting System, with ETA Transit Systems, Inc., of Boca Raton, Florida, in an amount not to exceed $2,688,890.00, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.

**Description**
- Award a Contract for a Bus Tracking and Passenger Counting System for the Airport's Parking Business Unit.

**Justification**
- This Contract provides a system that supports the Airport's Strategic Transportation and Parking Business Plan by improving bus efficiency and improving customer experience.
- The Bus Tracking and Passenger Counting System will improve customer satisfaction levels by allowing customers to view the real-time location, estimated arrival times, and onboard announcements.
- The system will enable more efficient bus operations by allowing the Airport to leverage the data collected by the passenger counting and GPS sensors to make more effective staffing and bus dispatching decisions.
- Funding is comprised of DFW Capital Account for all non-Rental Car Center (RCC) buses and Public Facilities Improvement Corporate (PFIC) for the RCC buses for the capitalized portion. The expense portion is for annual system maintenance and support, which is funded in O&M Fund 102 and Fund 108 for RCC pass-through costs.

**D/S/M/WBE Information**
- In accordance with the Board's SBE Program, the SBE goal for this contract is 20%.
- ETA Transit Systems, Inc. has committed to achieving 20% SBE participation utilizing C. J. Hood Company, Inc. (WF-C: 20%).

**Schedule/Term**
- Start Date: May 2019
- Contract Term: Three years, with two one-year renewal options

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>7006656</td>
<td>NTE</td>
<td>$2,688,890.00</td>
<td>$0</td>
<td></td>
</tr>
</tbody>
</table>

**For Information contact**
- Michael Youngs 3-5350
- Christian Brewer 3-5322

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
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<tbody>
<tr>
<td>DFW Capital Acct</td>
<td>26758-01</td>
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<td>$1,401,402.00</td>
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<td>PFIC-RCC</td>
<td>26758-01</td>
<td></td>
<td>$610,288.00</td>
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<tr>
<td>0102</td>
<td></td>
<td></td>
<td>$471,757.00</td>
</tr>
<tr>
<td>0108</td>
<td>RCC Passthrough Fund</td>
<td></td>
<td>$205,443.00</td>
</tr>
</tbody>
</table>

Fund Project # Amount
Thirteen (13) proposals, none from SBE firms, were received on or before June 4, 2018. The Evaluation Committee, consisting of representatives from the Airport's Information Technology Services, Parking Business Unit, Customer Experience, Transportation Management Services, and Business Diversity and Development Departments, recommends that the Contract be awarded to ETA Transit Systems, Inc., of Boca Raton, Florida.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 7006656, for Bus Tracking and Passenger Counting System, with ETA Transit Systems, Inc., of Boca Raton, Florida, in an amount not to exceed $2,688,890.00, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 28, 2019 12:25 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 9:29 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 2:44 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Information Technology Svcs
Mar 26, 2019 2:28 pm

Chief Executive Officer
Pending
Date
Report to the Airport Board all Contracts valued between $25,000.00 and $50,000.00 and Contracts Increases/Decreases valued between $25,000.00 and $50,000.00, for the month of February 2019.
<table>
<thead>
<tr>
<th>VENDOR/LOCATION</th>
<th>PO/CONTRACT NO.</th>
<th>DESCRIPTION</th>
<th>DEPARTMENT</th>
<th>AMOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>ADB Airfield Solutions, LLC</td>
<td>275574</td>
<td>Airfield Lighting Control and Monitoring System Software Modifications for the North End Around Project.</td>
<td>Energy Transportation and Asset Management</td>
<td>NTE $27,948.34</td>
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<tr>
<td>Columbus, Ohio</td>
<td></td>
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<td></td>
<td>Paid to Date: $0.00</td>
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<tr>
<td>All Mobile Video, Inc. New York, NY</td>
<td>275569</td>
<td>Live Streaming Video Equipment</td>
<td>Department of Public Safety</td>
<td>$31,200.00</td>
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<td>Paid to Date: $0.00</td>
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<tr>
<td>Nesco LLC Fort Wayne, Indiana</td>
<td>275299</td>
<td>Monthly Rental of 45’ Bucket Truck</td>
<td>Information Technology Services</td>
<td>$25,638.00</td>
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<td>Paid to Date: $25,188.00</td>
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<tr>
<td>Schneider Electric Buildings Americas, Inc. Dallas, Texas</td>
<td>275843</td>
<td>Pump Controls for Terminal E Satellite</td>
<td>Energy Transportation and Asset Management</td>
<td>NTE $26,543.00</td>
</tr>
<tr>
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<td>Paid to Date: $0.00</td>
</tr>
<tr>
<td>Shermco Industries, Inc. Irving, Texas</td>
<td>275635</td>
<td>Remote Breaker Racking Device</td>
<td>Energy Transportation and Asset Management</td>
<td>NTE $44,075.00</td>
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**TOTAL** $155,404.34
## Non-Professional Services Contracts Between $25,000.00 and $50,000.00 (February 2019)

<table>
<thead>
<tr>
<th>Vendor/Location</th>
<th>PO/Contract No.</th>
<th>Description</th>
<th>Department</th>
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<th>Paid to Date</th>
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<tr>
<td>Adestra, Inc</td>
<td>7006718</td>
<td>E-Mail Marketing Solutions</td>
<td>Communications &amp; Marketing</td>
<td>NTE $41,250.00</td>
<td>$8,124.86</td>
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<tr>
<td>DigiCert, Inc.</td>
<td>7006746</td>
<td>Online Security Certificates</td>
<td>Information Technology Services</td>
<td>NTE $47,771.97</td>
<td>$14,500.00</td>
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<tr>
<td>Kudelski Security, Inc.</td>
<td>7006783</td>
<td>McAfee Software</td>
<td>Information Technology Services</td>
<td>NTE $29,014.87</td>
<td>$29,014.87</td>
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<tr>
<td>Mahoney Environmental, Inc.</td>
<td>7006663</td>
<td>Fat, Oil and Grease (FOG) Waste Management System</td>
<td>Environmental Affairs</td>
<td>NTE $40,000.00</td>
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<td><strong>$158,036.84</strong></td>
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### PROFESSIONAL SERVICES CONTRACTS BETWEEN $25,000.00 AND $50,000.00 (FEBRUARY 2019)

<table>
<thead>
<tr>
<th>VENDOR/LOCATION</th>
<th>PO/CONTRACT NO.</th>
<th>DESCRIPTION</th>
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<tbody>
<tr>
<td>Carriage House Partners LLC Austin, Texas</td>
<td>8005276</td>
<td>State Legislative Consulting Services</td>
<td>Global Strategy and Development</td>
<td>NTE $49,000.00</td>
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<td>Paid to Date: $21,000.00</td>
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<td><strong>TOTAL</strong></td>
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<td><strong>$49,000.00</strong></td>
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## CONTRACT/PURCHASE ORDER INCREASES/DECREASES ($25,000 OR GREATER)
(APROVED BY BOARD STAFF UNDER THEIR DELEGATED AUTHORITY – FEBRUARY 2019)

<table>
<thead>
<tr>
<th>VENDOR/LOCATION</th>
<th>PO/CONTRACT NO.</th>
<th>DESCRIPTION</th>
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<th>CONTRACT DATA</th>
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<td>This Action: $25,000.00</td>
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<tr>
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<td>Revised Contract Value: $317,595.24</td>
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<td>Paid to Date: $266,595.24</td>
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<td>Meltwater News US, Inc. San Francisco, California</td>
<td>8005107</td>
<td>News Media Monitoring Services</td>
<td>Communications &amp; Marketing</td>
<td>Contract Value: $86,700.76</td>
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<tr>
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<td>Revised Contract Value: $116,459.52</td>
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<td>Paid to Date: $56,942.00</td>
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<tr>
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<td><strong>$54,758.76</strong></td>
</tr>
</tbody>
</table>
AGENDA
CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE
TUESDAY, APRIL 9, 2019
1:00 p.m.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

36. Approve the minutes of the Concessions/Commercial Development Meeting of March 5, 2019.

Consent Item for Consideration

Zenola Campbell 37. Approve temporary suspension of the Minimum Annual Guarantee for World News and Gifts located in Terminal B at Gate 30 owned by Duty Free Americas Dallas, LLC.

John Terrell 38. Approve execution of a License Agreement with the City of Grapevine for the long-term maintenance of a sanitary sewer force main on DFW Airport property.

Action Items for Consideration

Julio Badin 39. Approve an increase to Contract No. 7006435, for Terminal E Custodial Services, with Diverse Facility Solutions, Inc., of Alsip, Illinois, in an amount not to exceed $268,000.00, for a revised Contract amount of $9,835,519.68.

Zenola Campbell 40. Approve Lease Agreement with Highland Concessions JV, LLC and the Dallas Fort Worth International Airport Board.

41. Approve Lease Agreement with Highland Concessions JV, LLC and the Dallas Fort Worth International Airport Board.

42. Approve Lease Agreement with Highland Concessions JV, LLC and the Dallas Fort Worth International Airport Board.

43. Approve Lease Agreement with M2-NewsLink of DFW, LLC and the Dallas Fort Worth International Airport Board.

44. Approve Lease Agreement with Stellar Partners, Inc. and the Dallas Fort Worth International Airport.

Discussion Item

Zenola Campbell 45. Permits Issued by Concessions.

John Terrell 46. Commercial Development Flat-Rate Permit.
Date: 04/11/2019  
Committee: Concessions/Commercial Development  
Subject: Temporary Minimum Annual Guarantee Suspension  

**Action**  
That the Chief Executive Officer or designee be authorized to temporarily suspend the Minimum Annual Guarantee for World News and Gifts located in Terminal B at Gate 30 owned by Duty Free Americas Dallas, LLC.

**Description**
- The Board previously approved Resolution 2018-06-134 to reconcept the three (3) Connections Made EZ locations to World News and Gifts.
- The newsstand located in Terminal B, Gate 30 will be remodeled in order to better serve our passengers.
- The Minimum Annual Guarantee for Lease Number 009397, Terminal B, Gate 30 will be suspended for ninety (90) days beginning April 1, 2019; during the remodel period.

**Justification**
- As part of the prior assessment of this lease, the location was to be reconcepted to improve its sales and visibility.
- This action supports the Board's Concession Policy to provide and improve the shopping, dining, and service experience at DFW International Airport.

**D/S/M/WBE Information**
- Duty Free Americas Dallas, LLC is a sublease arrangement with FWW Management, Inc. (ACDBE).
- The temporary suspension of the minimum annual guarantee does not impact the ACDBE commitment of the concessionaires.

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
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For Information contact:  
Zenola Campbell  
3-4830  

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
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</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td>$0</td>
</tr>
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</table>
BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to temporarily suspend the Minimum Annual Guarantee for World News and Gifts located in Terminal B at Gate 30 owned by Duty Free Americas Dallas, LLC.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 5:56 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 27, 2019 11:04 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 2:44 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head

Mar 26, 2019 11:06 am

Chief Executive Officer

Date
Date: 04/11/2019
Committee: Concessions/Commercial Development
Subject: License Agreement with City of Grapevine for Maintenance of Sewer Line
Resolution #

Action
That the Chief Executive Officer or designee be authorized to execute a License Agreement with the City of Grapevine for the long-term maintenance of a sanitary sewer force main on DFW Airport property.

Description
- Enter into a License Agreement (License) that will allow the City of Grapevine to provide long-term maintenance of a 24" sanitary sewer force main on DFW Airport property along Bass Pro Drive.
- Grapevine relocated the sewer as part of the Texas Department of Transportation (TxDOT) DFW Connector Project.
- The land comprising the licensed areas is +/-0.893 acres and runs adjacent to the TxDOT Right-of-Way (ROW).
- The term of the License will be 40 years.

Justification
- The TxDOT DFW Connector Project is a major effort to increase the size of the existing highway system, including new mainlanes, frontage roads and express lanes around the north entrance of DFW Airport. A portion of this project is to widen Bass Pro Drive to accommodate increased capacity.
- The City of Grapevine maintained a 24" sanitary sewer force main along Bass Pro Drive that was previously on DFW Airport property. Following TxDOT's acquisition of additional ROW area from DFW Airport in 2010, the 24" sewer force main became located within the TxDOT ROW. With construction recently commencing on the widening of Bass Pro Drive, the City of Grapevine relocated the 24" sanitary sewer force main outside of the TxDOT ROW and back on DFW Airport property pursuant to a temporary license agreement and at no cost to DFW Airport.
- This License will provide for long-term maintenance requirements by the City of Grapevine and future DFW Airport usage benefits.

D/S/M/WBE Information
- N/A - Not subject to a goal per the Board’s D/S/M/WBE Policy due to the nature of the lease agreement (Interlocal Agreement).

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
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<th>Action Amount</th>
<th>Revised Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td>$0</td>
<td>$0</td>
</tr>
</tbody>
</table>

For Information contact
John Terrell
3-4655

Fund Project # External Funding Source Amount
|                |              |                  | $0            |
Additional Information

- The License will provide usage benefits to DFW Airport.
- No costs to DFW Airport to maintain the sewer.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute a License Agreement with the City of Grapevine for the long-term maintenance of a sanitary sewer force main on DFW Airport property.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 5:56 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 27, 2019 11:03 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 2:45 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Commercial Development
Mar 26, 2019 1:43 pm

Pending
Chief Executive Officer
Date
License Agreement  
with The City of Grapevine

Project Summary and Justification

The Texas Department of Transportation (TxDOT) DFW Connector Project is a major effort to increase the size of the existing highway system, including new mainlanes, frontage roads and express lanes around the north entrance of DFW Airport. A portion of this project is to widen Bass Pro Drive to accommodate increased capacity.

The City of Grapevine maintained a 24” sanitary sewer force main along Bass Pro Drive that was previously on DFW Airport property. Following TxDOT’s acquisition of additional ROW area from DFW Airport in 2010, the 24” sewer force main became located within the TxDOT ROW.

With construction recently commencing on the widening of Bass Pro Drive, the City of Grapevine relocated the 24” sanitary sewer force main outside of the TxDOT ROW and back on DFW Airport property pursuant to a temporary license agreement and at no cost to DFW Airport. In an effort to provide for long-term maintenance requirements of the sewer by the City of Grapevine and also to detail future DFW Airport usage benefits, the City of Grapevine has requested that DFW Airport enter into this long-term License Agreement (License).

The land comprising the licensed areas is ±0.893 acres and runs adjacent to the TxDOT ROW. The term of the License will be 40 years and there will be no costs to DFW Airport to maintain the sewer. In addition, the License will provide usage benefits to DFW Airport.
License Agreement with City of Grapevine
That the Chief Executive Officer or designee be authorized to increase Contract No. 7006435, for Terminal E Custodial Services, with Diverse Facility Solutions, Inc., of Alsip, Illinois, in an amount not to exceed $268,000.00, for a revised Contract amount of $9,835,519.68.

Increase the Contract for Terminal E Custodial Services for the Airport’s Customer Experience Department.

Increase the Contractor’s scope of work to include custodial services for the Terminal E Satellite facilities, curbside pressure washing, garage elevators, stairwells and landing vestibules.

In May 2019, operations will start in the Terminal E Satellite facilities with American Airlines that they are currently remodeling.

In accordance with the Board's SBE Program, the SBE goal for this contract is 25%.

Diverse Facility Solutions, Inc. committed to achieving 25% SBE participation and currently achieving 22.1%.

Diverse Facility Solutions, Inc. has submitted a compliance plan to the satisfaction of BDD.

The current Contract completion date of July 1, 2019, is not affected by this action.

For Information contact
Julio Badin
3-5589
Robert Ramert
3-5677

Fund Project # External Funding Source Amount
0102 0102 $268,000.00 $268,000.00

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
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<tbody>
<tr>
<td>7006435</td>
<td>NTE</td>
<td>$268,000.00</td>
<td>$9,835,519.68</td>
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</table>

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to increase Contract No. 7006435, for Terminal E Custodial Services, with Diverse Facility Solutions, Inc., of Alsip, Illinois, in an amount not to exceed $268,000.00, for a revised Contract amount of $9,835,519.68.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 5:57 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 28, 2019 8:59 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 2:45 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Customer Service
Mar 26, 2019 2:58 pm

Chief Executive Officer
Date

Pending
**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**  
**OFFICIAL BOARD ACTION/RESOLUTION**

<table>
<thead>
<tr>
<th>Date</th>
<th>Committee</th>
<th>Subject</th>
<th>Resolution #</th>
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</thead>
<tbody>
<tr>
<td>04/11/2019</td>
<td>Concessions/Commercial Development</td>
<td>Approval to enter into a Lease Agreement with Highland Concessions JV, LLC</td>
<td></td>
</tr>
</tbody>
</table>

**Action**
That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with Highland Concessions JV, LLC and the Dallas Fort Worth International Airport Board.

**Description**
- Highland Concessions JV, LLC will operate a Freshens/Boar's Head Deli in the E-Satellite.
- The term will be for seven (7) years.
- Concessionaire shall pay a Minimum Annual Guarantee of $48,000.00 for 261 square feet of space.
- Concessionaire shall pay Percent Rents as follows:
  - 14% of Gross Receipts for Food and Non-Alcoholic beverages
  - 11% of Branding Fees, Marketing Fees, Merchandising Fees, Promotional Allowances, Retail Display Allowance (RDA), and any type of Ancillary Advertising
  - 11% of all other Gross Receipts

**Justification**
- The Terminal E Satellite will re-open in 2019 with the expectation of serving over two (2) million passengers. This concept is being brought forth for consideration since it was one of the locations that had operated through the TRIP conversion.
- This action is based on the Concessions Policy, 2.2.1 (B) Direct Negotiation, Additional Locations.
- This action meets the Board's Concessions Policy 1.3.2 of providing and improving the Board's Concessions Policy of providing and improving the shopping, dining, and service experience at DFW International Airport.

**D/S/M/WBE Information**
- In accordance to the Board's ACDBE Program, the ACDBE goal for this lease is 30% and the M/WBE goal for tenant finish outs is 30%.
- Highland Concessions JV, LLC is a joint venture between Exchange Concessions, LLC and Hossain Enterprises.
- Exchange Concessions, LLC has committed to achieving 30% ACDBE participation by partnering with Hossain Enterprises, LLC (ACDBE: IF-C) and 30% M/WBE participation for tenant finish outs.

<table>
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**For Information contact**
Zenola Campbell  
3-4830

**Fund**  
**Project #**  
**External Funding Source**  
**Amount**  
$0
BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with Highland Concessions JV, LLC and the Dallas Fort Worth International Airport Board.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 5:58 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 27, 2019 11:01 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 2:45 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Mar 26, 2019 11:07 am

Chief Executive Officer
Pending
Date
### Date
04/11/2019

### Committee
Concessions/Commercial Development

### Subject
Approval to enter into a Lease Agreement with Highland Concessions JV, LLC

### Resolution #

### Action
That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with Highland Concessions JV, LLC and the Dallas Fort Worth International Airport Board.

### Description
- Highland Concessions JV, LLC will operate a Freshens/Boar's Head Deli at the Rental Car Center.
- The term will be for seven (7) years.
- Concessionaire shall pay a Minimum Annual Guarantee of $40,800.00 for 300 square feet of space.
- Concessionaire shall pay 12% of all Gross Receipts.

### Justification
- This action is based on the Concession Policy 2.2.1 (B) Direct Negotiation, Additional Locations.
- This action meets the Board's Concessions Policy 1.3.2 of providing and improving the shopping, dining, and service experience at DFW International Airport.

### D/S/M/WBE Information
- In accordance to the Board’s ACDBE Program, the ACDBE goal for this lease is 30% and the M/WBE goal for tenant finish outs is 30%.
- Highland Concessions JV, LLC is a joint venture between Exchange Concessions, LLC and Hossain Enterprises.
- Exchange Concessions, LLC has committed to achieving 30% ACDBE participation by partnering with Hossain Enterprises, LLC (ACDBE: IF-C) and 30% M/WBE participation for tenant finish outs.

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**For Information contact**

Zenola Campbell
3-4830

**Fund**  | **Project #**  | **External Funding Source**  | **Amount**
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BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with Highland Concessions JV, LLC and the Dallas Fort Worth International Airport Board.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 5:59 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 27, 2019 10:59 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 2:45 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head

Mar 26, 2019 11:07 am

Chief Executive Officer

Pending

Date
Date: 04/11/2019
Committee: Concessions/Commercial Development
Subject: Approval to enter into a Lease Agreement with Highland Concessions JV, LLC
Resolution #:

**Action**
That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with Highland Concessions JV, LLC and the Dallas Fort Worth International Airport Board.

**Description**
- Highland Concessions JV, LLC will operate a Freshens Crepes/Smoothies/Yogurt location in Terminal C, Gate 35 ID No. C-2-118C-A01.
- The term shall be seven (7) years
- Concessionaire shall pay a Minimum Annual Guarantee of $115,000.00 for 266 square feet of space.
- Concessionaire shall pay 16% of all Gross Receipts.

**Justification**
- This action is based on the Concessions Policy 2.2.1 (B) Direct Negotiation, Additional Locations.
- This action meets the Board’s Concessions Policy 1.3.2 of providing and improving the shopping, dining and service experience at DFW International Airport.

**D/S/M/WBE Information**
- In accordance to the Board’s ACDBE Program, the ACDBE goal for this lease is 30% and the M/WBE goal for tenant finish outs is 30%.
- Highland Concessions JV, LLC is a joint venture between Exchange Concessions, LLC and Hossain Enterprises.
- Exchange Concessions, LLC has committed to achieving 30% ACDBE participation by partnering with Hossain Enterprises, LLC (ACDBE: IF-C) and 30% M/WBE participation for tenant finish outs.

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**Fund**
For Information contact
Zenola Campbell 3-4830

**Project #**
**External Funding Source**
**Amount $0**
**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with Highland Concessions JV, LLC and the Dallas Fort Worth International Airport Board.

**Approved as to Form by**
Rodriguez, Elaine  
Legal Counsel  
Mar 27, 2019 6:00 pm

**Approved as to Funding by**
Miyashita, Glenn  
Assistant Vice President Capital Planning  
Finance  
Mar 27, 2019 10:57 am

**Approved as to M/WBE by**
Burks Lee, Tamela  
Vice President Business Diversity and Development  
Business Diversity and Development  
Mar 28, 2019 2:46 pm

**SIGNATURE REQUIRED FOR APPROVAL**

Approved by

Department Head  
Mar 26, 2019 11:07 am

Pending

Chief Executive Officer  
Date
Date: 04/11/2019
Committee: Concessions/Commercial Development
Subject: Approval to enter into a Lease Agreement with M2-NewsLink of DFW, LLC
Resolution #:

Action
That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with M2-NewsLink of DFW, LLC and the Dallas Fort Worth International Airport Board.

Description

- M2-NewsLink of DFW, LLC will operate an InTune electronics location in Terminal C, Gate 30, ID No. C-2-104D-A01.
- The term shall be for seven (7) years.
- Concessionaire shall pay a Minimum Annual Guarantee of $128,000.00 for 1,102 square feet of space.
- Concessionaire shall pay 14% of Gross Receipts for the sale of specialty retail and 11% for all other Gross Receipts.

Justification

- This action is based on Concession Policy 2.2.1 (B) Direct Negotiation, Additional Locations.
- This action meets the Board's Concessions Policy 1.3.2 of providing and improving the shopping, dining and service experience at DFW International Airport.

D/S/M/WBE Information

- In accordance to the Board's ACDBE Program, the ACDBE goal for this lease is 35% and the MWBE goals for this lease is 30% for tenant finish out.
- M2-NewsLink of DFW, LLC has committed to achieving 35% ACDBE participation by partnering with M2 Concepts, LLC (ACDBE:BM-C) and 30% M/WBE participation in the tenant finish out.

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Zenola Campbell
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BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with M2-NewsLink of DFW, LLC and the Dallas Fort Worth International Airport Board.

**Approved as to Form by**

Rodriguez, Elaine  
Legal Counsel  
Mar 27, 2019 6:00 pm

**Approved as to Funding by**

Miyashita, Glenn  
Assistant Vice President Capital Planning  
Finance  
Mar 27, 2019 10:35 am

**Approved as to M/WBE by**

Burks Lee, Tamela  
Vice President Business Diversity and Development  
Business Diversity and Development  
Mar 28, 2019 2:46 pm

**SIGNATURE REQUIRED FOR APPROVAL**

Approved by

Department Head  
Mar 26, 2019 11:08 am

Chief Executive Officer  
Date
Date: 04/11/2019
Committee: Concessions/Commercial Development
Subject: Approval to enter into a Lease Agreement with Stellar Partners, Inc.
Resolution #

**Action**
That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with Stellar Partners, Inc. and the Dallas Fort Worth International Airport Board.

**Description**
- Stellar Partners, Inc. will operate an iPort electronics location in Terminal C, Gate 11, ID No. C-2-037D-A01.
- The term will be for seven (7) years.
- Concessionaire shall pay a Minimum Annual Guarantee of $150,000.00 for 1,420 square feet of space.
- Concessionaire shall pay 14% of Gross Receipts for the sale of specialty retail and 11% for all other Gross Receipts.

**Justification**
- This action is based on the Concession Policy 2.2.1 (B) Direct Negotiation, Additional Locations.
- This action meets the Board's Concessions Policy 1.3.2 of providing and improving the shopping, dining and service experience at DFW International Airport.

**D/S/M/WBE Information**
- In accordance to the Board's ACDBE Program, the ACDBE goal for this lease is 35% and the M/WBE goal for tenant finish out is 30%.
- Stellar Partners, Inc. has committed to achieving 35% ACDBE participation by partnering with RS Harris, LLC (ACDBE: BM-C) and 30% M/WBE participation for the tenant finish out.

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BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with Stellar Partners, Inc. and the Dallas Fort Worth International Airport Board.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Mar 27, 2019 6:01 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
Mar 27, 2019 10:35 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Mar 28, 2019 2:46 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Mar 26, 2019 11:08 am

Chief Executive Officer
Date

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<td>04/11/2019</td>
<td>Permits Issued by Concessions</td>
<td>Concessions/Commercial Development</td>
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**Item For Discussion**
Permits Issued by Concessions

**Description**

- **MultiRestaurants Concepts LTD** was issued an Amendment to Lease Number 010593 for 228 square feet of storage space identified as ES-1-101B-A04. The Amendment is coterminus with the Lease. Concessionaire will be charged a rate of $50.00 per square foot of space, per year, subject to annual increases.

- **JDDA Concessions Management Inc.** was issued an Amendment to Lease Number 010534 for 320 square feet of storage space identified as C-1-024B-A09. The Amendment is coterminus with the Lease. Concessionaire will be charged a rate of $50.00 per square foot of space, per year, subject to annual increases.

- **LaTrelle's Galley LP** was issued an Amendment to Lease Number 010353 for 123 square feet of storage space identified as D-2-ST001-A01. The Amendment is coterminus with the Lease. Concessionaire will be charged a rate of $50.00 per square foot of space, per year, subject to annual increases.
Item For Discussion
Commercial Development entered into a non-aeronautical flat-rate permit agreement with Greyhound Lines, Inc. for the use of and to occupy Airport Board owned property.

Description

- Flat-Rate Permit to use and occupy Airport Board owned property to train bus drivers on the following dates: April 7-9, 2019 and April 23-24, 2019.
- The permit is effective April 7, 2019 and expires April 25, 2019, subject to termination.
- Permittee may use the permitted area on additional dates other than those listed only upon prior written approval from the Airport Board.
- Permittee shall pay the Board rent in the amount of $500.00 per day.