Convening of the Meeting – The Regular Meeting of the Dallas Fort Worth International Airport Board was duly convened and held in the Board Room of the DFW Airport Headquarters building of the Dallas-Fort Worth International Airport Board at 8:30 a.m., on Thursday, April 7, 2016, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

Sam Coats, Chair    Henry Borbolla III
William Meadows, Vice Chair    Bridget M. Lopez
Bernice J. Washington, Secretary    Regina Montoya
Mayor Mike Rawlings    Curtis Ransom
Mayor Pro Tem Sal Espino¹    Amir Rupani
Lillie Biggins    Linda Martin²

Board staff in attendance:
Sean Donohue, John Ackerman, Ken Buchanan, Jim Crites, Khaled Naja, Chris Poinsatte, Linda Valdez Thompson, Rob Darby, Elaine Rodriguez, Alan Black, Mazhar Butt, Zenola Campbell, Armin Cruz, Rusty Hodapp, Robert Horton, Karen Kavanagh, Tamela Lee, Sharon McCloskey, Mike Phemister, Mary Jo Polidore, Steve Shaffer, Nate Smith, Greg Spoon and Kristy Anderson

AGENDA

A. The invocation was given by Chaplain “DD” Hayes.

B. The Pledge of Allegiance was recited.

C. Announcements by Sam Coats, Chair:
   • Board Member Regina Montoya was congratulated for being honored by the Dallas Chapter of the League of Women Voters with the Susan B. Anthony award.

   Announcements by Sean Donohue, CEO:
   • Board Chair Sam Coats and Board Secretary Bernice Washington were thanked for their participation in an event to recognize DFW Terminal Renewal and Improvement Program (TRIP) construction partners and celebrate milestone achievements in safety, risk management and best practices in construction management through DFW’s Rolling Owner Controlled Insurance Program (R/OCIP). Balfour Azteca Russell Carcon (BARC), Manhattan Byrne JRT 3i, Turner Omega Howard and Woodbine Clark Contractors were recognized.
   • DFW Airport received the Willis Eagle Award for Excellence in Safety from Willis Towers Watson. EVPs Linda Valdez Thompson and Khaled Naja and their teams were recognized for partnering on this important initiative and Michael Yip, VP Risk Management, was thanked.

¹ Designated voting representative appointed by the City of Fort Worth
² Non-voting Board Member from the City of Euless
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Mayor Pro Tem Sal Espino joined the meeting.

- DFW was the first Airport to receive recognition from the Environmental Protection Agency for Excellence in Greenhouse Gas Management at the 2016 Climate Leaderships Awards. EVP Jim Crites, VP Robert Horton and the Environmental Affairs team were congratulated.
- DFW Airport partnered with the Women’s Foodservice Forum, and participated in the Entrepreneur Boot Camp, which provided leadership and development training. EVP Linda Valdez Thompson, and VPs Tamela Lee and Zenola Campbell spoke and moderated sessions at the event.
- DFW Airport participated in the Airport Revenue News Conference in Dallas on March 6-9 and the Concessions team was honored as the Best Concessions Management Team in the large airport division. EVP Ken Buchanan, VP Zenola Campbell, and the Concessions team and their departments were congratulated.
- DFW made the top 40 healthiest employers in North Texas list sponsored by the Dallas Business Journal. DFW has earned this recognition every year since 2012. EVP Linda Valdez Thompson, VP Ollie Malone and Health Risk Manager Amanda-Rae Garcia and the LiveWell team were congratulated.
- DFW Media Highlights were presented.

D. The minutes of the Regular Board Meeting of March 3, 2016, were approved.

E. Air Service Highlights were presented by John Ackerman EVP Global Strategy and Development.

Board Member Henry Borbolla joined the meeting.

F. The Financial Report was presented by Chris Poinsatte, CFO/EVP Finance and Information Technology Services.

OPERATIONS COMMITTEE
Operations Committee Acting Chair Curtis Ransom reported that the Committee met on Tuesday, April 5, 2016, at 12:30 p.m., in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

1. The minutes of the Operations Committee Meeting of March 1, 2016, were approved during the Committee Meeting of April 5, 2016.

Consent Items for Consideration

2. The Airport Board unanimously adopted Resolution No. 2016-04-077 to approve execution of a Cooperative Agreement between the Transportation Security Administration and the DFW Airport Department of Public Safety that provides partial salary reimbursement for Law Enforcement services in support of TSA passenger screening activities at DFW Airport.

3. The Airport Board unanimously adopted Resolution No. 2016-04-078 to approve execution of a Cooperative Agreement between the Transportation Security Administration and the DFW Airport Department of Public Safety that provides partial reimbursement of expenses associated with the provision of explosives detection canine teams in support of aviation passenger and cargo security.
Action Items for Consideration

4. The Airport Board unanimously adopted Resolution No. 2016-04-079 to approve execution of Contract No. 7006285, for Overhead Door Inspection and Maintenance Services, with Door Control Services, Inc., of Ben Wheeler, Texas, in an amount not to exceed $1,216,228.00, for the three-year term of the Contract.

5. **This item was deferred at the request of staff.**
   Approve execution of Contract No. 7006309, for Conveyance System Parts, with ThyssenKrupp Elevator Corporation, of Fort Worth, Texas, in an amount not to exceed $1,593,187.15, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

6. The Airport Board unanimously adopted Resolution No. 2016-04-080 to approve execution of Reimbursement Agreement No. 5000837, with Oncor Electric Delivery Company LLC, in an amount not to exceed $3,965,489.00, to install an electrical duct bank at DFW Airport.

7. The Airport Board unanimously adopted Resolution No. 2016-04-081 to approve execution of Contract No. 9500571, Rehabilitate Deicing System Larger Storage Areas - Southeast Holding Pond (Phase II), with North Texas Contracting, Inc., of Keller, Texas, in an amount not to exceed $833,450.00.

8. The Airport Board unanimously adopted Resolution No. 2016-04-082 to approve execution of Contract No. 9500569, Rehabilitate Airfield Lighting Systems FY2015 Vault Modifications with M.C. Dean, Inc., of Addison, Texas, in an amount not to exceed $1,426,258.00.

Discussion Items

9. Construction and Professional Services Contract Increase(s) approved by Authorized Staff were distributed to the Board.

10. Decrease(s)/increase(s) in Scope of Work approved by Authorized Staff were distributed to the Board.

FINANCE/AUDIT COMMITTEE
Finance/Audit Committee Chair Regina Montoya reported that the Committee met on Tuesday, April 5, 2016, at 12:40 p.m., in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

11. The minutes of the Finance/Audit Committee Meeting of March 1, 2016, were approved during the Committee Meeting of April 5, 2016.

12. The Financial Report was presented by Chris Poinsatte, CFO/EVP Finance and Information Technology Services.
Consent Items for Consideration

13. The Airport Board unanimously adopted Resolution No. 2016-04-083 to approve execution of Contract No. 8005038, for Mobile License Plate Inventory System, with Cintel, LLC, of Peachtree City, Georgia, in an amount not to exceed $104,570.00, for the initial three-year term of the Contract, with options to renew annually.

14. The Airport Board unanimously adopted Resolution No. 2016-04-084 to approve the renewal of DFW Airport’s Annual Global Membership with the World Travel & Tourism Council in the amount of $68,000.00, and approve three one-year renewal options for this annual membership.

15. The Airport Board unanimously adopted Resolution No. 2016-04-085 to approve an increase to Legal Services Contract No. 8004983, with the firm of Wilson Elser Moskowitz Edelman & Dicker LLP of Dallas, Texas, in an amount not to exceed $50,000.00, for a revised Contract amount not to exceed $98,750.00.

16. The Airport Board unanimously adopted Resolution No. 2016-04-086 to approve an increase to Legal Services Contract No. 8004985, with the firm of Moses, Palmer & Howell, L.L.P., of Fort Worth, Texas, in an amount not to exceed $50,000.00, for a revised Contract amount not to exceed $98,750.00.

17. The Airport Board unanimously adopted Resolution No. 2016-04-087 to approve an increase to Legal Services Contract No. 8004976, with the firm of Harris, Finley & Bogle, P.C. of Fort Worth, Texas, in an amount not to exceed $50,000.00, for a revised Contract amount not to exceed $197,500.00.

18. The Airport Board unanimously adopted Resolution No. 2016-04-088 to approve an increase to Contract No. 8004986 with Alvarez & Marsal Insurance and Risk Advisory Services, LLC of New York, New York in an amount not to exceed $75,000.00, for a revised Contract amount not to exceed $123,750.00.

19. The Airport Board unanimously adopted Resolution No. 2016-04-089 to approve execution of Contract No. 7006344, for Avecto Software License Maintenance and Support, with SHI Government Solutions, of Austin, Texas, in an amount not to exceed $134,364.35, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

Discussion Items

20. The Monthly D/S/M/WBE Expenditure Report was distributed to the Board.

21. Purchase Orders/Contracts and Professional Services Contracts approved by Authorized Staff were distributed to the Board.
CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

Concessions/Commercial Development Committee Acting Chair Lillie Biggins reported that the Committee met on Tuesday, April 5, 2016, at 12:50 p.m., in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

22. The minutes of the Concessions/Commercial Development Committee Meeting of March 1, 2016, were approved during the Committee Meeting of April 5, 2016.

Consent Item for Consideration

23. The Airport Board unanimously adopted Resolution No. 2016-04-090 to approve execution of a Reimbursement Agreement with LIT-RPC Trade Center VIII, LLC, a Delaware limited liability company, for an amount not to exceed $55,033.24.

Action Items for Consideration

24. The Airport Board unanimously adopted Resolution No. 2016-04-091 to approve execution of Contract No. 8005044, for Multilingual Concierge Program, with EAB Marketing Corp. DBA The Barber Shop Marketing, of Dallas, Texas, in an amount not to exceed $736,692.75, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

25. The Airport Board unanimously adopted Resolution No. 2016-04-092 to approve execution of Contract No. 7006216, for Vehicle Graphics, with Synergy Signs & Services LLC of Fort Worth, Texas, in an amount not to exceed $1,219,002.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

26. The Airport Board unanimously adopted Resolution No. 2016-04-093 to approve execution of a Lease Agreement with DFW Logistics - Metro 1, LLC, a Texas limited liability company, ("Tenant") for approximately 12.9 acres of land.

27. The Airport Board unanimously adopted Resolution No. 2016-04-094 to approve execution of a Lease Agreement with DFW Logistics - Metro 2, LLC, a Texas limited liability company, ("Tenant") for approximately 9.65 acres of land.


29. The Airport Board unanimously adopted Resolution No. 2016-04-096 to approve execution of a Reimbursement Agreement with DFW Logistics - Metro 1, LLC, ("Tenant") for an amount not to exceed $785,000.00.

Discussion Items

30. Permits Issued by Concessions were distributed to the Board.

31. A Commercial Development Short-Term License Renewal was distributed to the Board.


FULL BOARD

Action Item for Consideration

32. The Airport Board unanimously adopted Resolution No. 2016-04-097 to approve termination of Lease Number 008367 with S.L.B. Inc. dba Goodfellows Shoeshine for default under the Lease due to its failure to remain open and staffed for business during required business hours. Registered Speakers Marcos Ronquillo, Esq., of Friedman & Feiger, L.L.P., Shelley Bonner-Carson, CEO President Goodfellows, Monte Carson, Sr. VP Operations, Goodfellows, John Sauter, Controller, Goodfellows Corporate, Manuel Vila, Manager Goodfellows DFW, and Catherine Bernstein, Vice President Marketing & Compliance, Goodfellows Corporate, spoke in protest of this item.

CLOSED SESSION

33. This Closed Session was not held.
   In accordance with provisions of Section 551.071 of the Texas Government Code, a closed session will be held for the purposes of seeking the Board’s attorney’s advice with respect to pending or contemplated litigation, a settlement offer, or other matters that are exempt from public disclosure under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas (Article X, Section 9 of the State Bar Rules), to wit:
   a) INET Lawsuit.
   b) Termination of Goodfellows Shoeshine Lease.

OPEN SESSION

Discussion Items

34. Registered Speakers (item unrelated to agenda items).

35. Next Committee meetings – May 3, 2016
       Next Regular Board meeting – May 5, 2016