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, August 4, 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 Betsy Price  Amir Rupani
Lillie Biggins  Linda Martin

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, Zenola Campbell, Armin Cruz, Rusty Hodapp, Robert Horton, Karen Kavanagh, Tamela Lee, Mike Phemister, Steve Shaffer, Paul Sichko, Nate Smith, Greg Spoon, John Terrell, Max Underwood, David Magana, Traci Henderson.

AGENDA

A. The Invocation was given by Chaplain Doni Evans.

B. The Pledge of Allegiance was recited.

C. Announcements:

Announcements by Sam Coats, Chair:

- A moment of silence was held to honor the police officers and other victims of the July 7th shooting incident in Downtown Dallas. Mayor’s Rawlings, Price and Martin were honored and thanked for their leadership. DFW Department of Public Safety was recognized for its role. American Airlines was also recognized.

- Mayor Linda Martin was recognized for her service on the Board.

Announcements by Sean Donohue, CEO:

- Employee Town Hall meetings were held in the month of July.
• CEO Donohue spoke at the Women’s Business Council Southwest regarding the role of the airport and the strategic direction and promoted opportunities at DFW Airport for Small, Minority and Women Owned Businesses.

• The Media Highlights were presented.

• The new Board Staff Secretary, Traci Henderson was introduced and welcomed.

D. The Minutes of the Regular Board Meeting of June 30, 2016 were approved.

E. The Air Service Highlights were presented by John Ackerman EVP Global Strategy and Development. Mayor Rawlings requested data from 2001 regarding passenger and cargo performance.

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

G. Airport Carbon Accreditation Update was presented by Executive Vice President of Operations Jim Crites and Vice President of Environmental Affairs Robert Horton.

OPERATIONS COMMITTEE
Operations Committee Chair William Meadows reported that the Committee met on Tuesday, August 2, 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 June 28, 2016 were approved during the Committee Meeting of August 2, 2016.

Consent Items for Consideration

2. The Airport Board unanimously adopted Resolution No. 2016-08-170 to approve the execution of Purchase Order No. 272044, for Security Booths, with Associated Time & Parking Controls, of Dallas, Texas, in the amount of $95,610.00.


4. The Airport Board unanimously adopted Resolution No. 2016-08-172 to approve the ratification of Purchase Order No. 272032, for Police Equipment, to Atlantic Diving Supply, Inc. DBA ADS, Inc., of Virginia Beach, Virginia, in the amount of $137,344.36.

5. The Airport Board unanimously adopted Resolution No. 2016-08-173 to approve the execution of Contract No. 7006370, for the Deicing Control System Rehabilitation Project, with Prime Controls, LP, of Lewisville, Texas, in an amount not to exceed $149,100.00, for the two year Contract term.
6. The Airport Board unanimously adopted Resolution No. 2016-08-174 to approve the execution of Contract No. 7006378, for Chilled Water System Chemicals, to Chemtrade Chemicals US LLC, of Parsippany, New Jersey, in an amount not to exceed $214,550.00, for the one year term on the Contract, with options to renew for four additional one-year periods.

7. The Airport Board unanimously adopted Resolution No. 2016-08-175 to approve the ratification of Contract No. 7006365, for Emergency Storm Sewer Repairs on the Air Operations Area, with Ace Pipe Cleaning, Inc., of Kansas City, Missouri, in an amount not to exceed $182,600.00, for a contract term of three months.

Action Items for Consideration

8. The Airport Board unanimously adopted Resolution No. 2016-08-176 to approve the execution of Contract No. 7006371, to Refurbish Terminal D Vestibules and Terminals A, B, C, D and E Skylink Station Mats, with Corporate Floors, Inc., of Grapevine, Texas, in an amount not to exceed $290,000.00, for the two month term of the Contract.

9. The Airport Board unanimously adopted Resolution No. 2016-08-177 to approve the execution of Contract No. 7006346, for Boiler Water System Maintenance, with Ultrapure & Industrial Service, LLC, of Dallas, Texas, in an amount not to exceed $305,145.23, for the initial three year term of the Contract, with options to renew for two additional one-year periods.

10. The Airport Board unanimously adopted Resolution No. 2016-08-178 to approve the execution of Contract No. 7006345, for Vent/Hood Cleaning Services, to Guardian Power Cleaning of Dallas, Inc. of Dallas, Texas, in an amount not to exceed $318,903.62, for the initial three-year term of the contract, with options to renew for two additional one-year terms.

11. The Airport Board unanimously adopted Resolution No. 2016-08-179 to approve the execution of Contract No. 7006343, for Airport Wide Terrazzo Floor Services, to Corporate Floors, Inc., of Grapevine, Texas, in an amount not to exceed $4,208,118.00, for the initial three-year term of the contract, with options to renew for two additional one-year terms.

Terminal Renewal and Improvement Program Action Items for Consideration

12. The Airport Board unanimously adopted Resolution No. 2016-08-180 to approve the execution of Contract No. 8005087, for Central Monitoring Facility Relocation Services, with Morpho Detection, LLC, of Newark, California, for an amount not to exceed $523,317.00.

13. The Airport Board unanimously adopted Resolution No. 2016-08-181 to approve the execution of additional renewals, extensions, and an increase to Management Services Contract No. 8500300, with Paslay Management Group, LP, of Fort Worth, Texas, in an amount not to exceed $4,700,000.00 for a two year term, for a revised contract amount not to exceed $15,525,000.00.

14. The Airport Board unanimously adopted Resolution No. 2016-08-182 to approve the execution of additional renewals, extensions, and an increase to Program Management Implementation Services Contract No. 8500289, with Freese and Nichols, Inc., of Fort Worth, Texas, in an amount not to exceed $6,500,000.00, for a two year term, for a revised Contract amount not to exceed $80,853,669.00.
Discussion Items

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

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

FINANCE/AUDIT COMMITTEE

Finance/Audit Committee Chair Regina Montoya reported that the Committee met on Tuesday, August 2, 2016, at 12:45 p.m., in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

17. The minutes of the Finance/Audit Committee Meeting of June 28, 2016 were approved during the Committee Meeting of August 2, 2016.

18. The Financial Report was presented by Vice President of Finance Max Underwood.

Consent Items for Consideration

19. The Airport Board unanimously adopted Resolution No. 2016-08-183 to approve an increase to Legal Services Contract No. 8004990 with the firm of Brackett & Ellis, P.C of Fort Worth, Texas, in an amount not to exceed $250,000.00, for a revised Contract amount not to exceed $298,750.00.

20. The Airport Board unanimously adopted Resolution No. 2016-08-184 to approve the execution of Contract No. 7006396, for a Project Governance System, with immixTechnology, Inc., of McLean, Virginia, in an amount not to exceed $233,209.00, for the initial one-year term of the Contract, with options to renew annually, subject to funding availability.


Action Items for Consideration

22. The Airport Board unanimously adopted Resolution No. 2016-08-186 to approve the execution of Contract No. 7006307, for Employee Shuttle Bus Services, with ABM Parking Services, of Los Angeles, California, in an amount not to exceed $23,523,465.20, for the initial two-year term of the Contract, with options to renew for four additional two-year terms.

23. The Airport Board unanimously adopted Resolution No. 2016-08-187 to approve the form of the Fifty-First Supplemental Bond Ordinance and requesting its passage by the City Councils of Dallas and Fort Worth; and authorizing the authorized officers to take other necessary actions in connection therewith.

24. The Airport Board unanimously adopted Resolution No. 2016-08-188 to approve the execution of Contract No. 7006392, for Cellular and Data Services, with AT&T Mobility National Accounts LLC, of Atlanta, Georgia, in an amount not to exceed $250,000.00, for the initial one-year term of the Contract, with options to renew for three additional one-year terms,
subject to funding availability.

25. The Airport Board unanimously adopted Resolution No. 2016-08-189 to approve the execution of Contract No. 8005086, for Cargo Business Development Consulting Services, with Logistics Capital & Strategy LLC, of Arlington, Virginia, in an amount not to exceed $750,000.00, for a three-year term.

Discussion Items

26. A summary of the Department of Audit Services’ Quarterly Audit Update was presented by Director of Audit Services Robert Darby.

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

28. Purchase Orders/Contracts and Professional Services Contracts approved by Authorized Staff was distributed to the Board.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE
Concessions/Commercial Development Committee Chair Bridget Lopez reported that the Committee met on Tuesday, August 2, 2016, at 1:00 p.m., in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

29. The minutes of the Concessions/Commercial Development Meeting of June 28, 2016 were approved during the Committee Meeting of August 2, 2016.

Action Items for Consideration

30. The Airport Board unanimously adopted Resolution No. 2016-08-190 to approve the Lease Agreement with Southwest Concessions, Inc., dba Southwest News.

31. The Airport Board unanimously adopted Resolution No. 2016-08-191 to approve the reduction of the number of locations approved on Resolution No. 2015-07-129 with HFF-HPH DFW, LLC.

32. The Airport Board unanimously adopted Resolution No. 2016-08-192 to approve the Lease Agreement with OdehMickens DFW Concessions JV, dba Einstein Bros Bagels / Caribou Coffee.

33. The Airport Board unanimously adopted Resolution No. 2016-08-193 to approve sharing the current Michael Kors space, reflected on Lease Number 009394, with Kate Spade.

34. The Airport Board unanimously adopted Resolution No. 2016-08-194 to approve authorization to enter into an exclusive mobile ordering agreement with Cursus Technologies, Inc., dba Grab, a Delaware Corporation, for a three-year term.
CLOSED SESSION

35. **This Closed Session was not held.**

In accordance with provisions of Section 551.072 of the Texas Government Code, a closed session will be held for the purposes of deliberating the purchase, exchange, lease or value of real property, if the deliberation in an open meeting would have a detrimental effect on the position of the Board in negotiations with a third person, to wit:

a) TEX Rail Easement Negotiations

OPEN SESSION

36. The Airport Board unanimously adopted Resolution No. 2016-08-195 to approve the recommendation that the City Councils of Dallas and Fort Worth convey 41 +/- acres in perpetual easement to the Fort Worth Transportation Authority for public mass transit improvements.

Discussion Item

37. Upcoming Concessions Opportunities was deferred at the request of staff.

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

FULL BOARD

Discussion Items

39. There were no Registered Speakers (item unrelated to agenda items).

40. Next Committee meetings – August 30, 2016
   Next Regular Board meeting – September 1, 2016