AGENDA
RETIREMENT/INVESTMENT COMMITTEE MEETING
Tuesday, May 31, 2016
12:30 p.m.

RETIREMENT/INVESTMENT COMMITTEE

1. Approve Minutes of the Retirement/Investment Committee Meeting of May 3, 2016.

Discussion Items


3. Annual Valuation Study Presentation by Gabriel Roeder Smith & Company.

Action Item for Consideration

M. Phemister 4. Approve execution of the required documents to invest DFW Retirement Plans Trust funds in the Capital Dynamics Global Secondaries Fund IV, in an amount not to exceed $20 million.
Retirement

Action
Date
06/02/2016

Committee
Retirement & Investments

Subject
Approve investment with Capital Dynamics Global Secondaries Fund IV

Resolution #

Action
That the Chief Executive Officer or designee be authorized to execute the required documents to invest DFW Retirement Plans Trust funds in the Capital Dynamics Global Secondaries Fund IV, in an amount not to exceed $20 million.

Description

- The Capital Dynamics Globe Secondary Fund IV invests in small secondary transactions on a global basis. By purchasing mature limited partnership interests from investors wishing to liquidate their position in private equity funds, the "J" curve is virtually eliminated, holding periods are reduced and there is more transparency of the portfolios held by the funds being purchased. These limited partnership interests are traditionally purchased at steep discounts.
- The target fund size is $500 million. The management fee is 90 (basis point) bps, with a 8% preferred return. The expected net internal rate of return (IRR) for this fund is mid to high teens. Previous funds of Capital Dynamic have a net IRR of 22%, since 1991.
- It is recommended that the Board approves a commitment in an amount not to exceed $20 million. By committing $20 million to the fund, the Retirement Plans may also participate in co-investment opportunities that will considered on an individual basis.

Justification

- This action provides for further diversification of the portfolio with exposure to global private equity funds.

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 (Financial Investment).

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

For Information contact
Mike Phemister
3-5447

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 execute the required documents to invest DFW Retirement Plans Trust funds in the Capital Dynamics Global Secondaries Fund IV, in an amount not to exceed $20 million.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
May 19, 2016 9:52 am

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
May 19, 2016 7:59 am

Approved as to M/WBE by
Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 19, 2016 9:28 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

May 18, 2016 9:59 am

Chief Executive Officer
Pending
Date
AGENDA
OPERATIONS COMMITTEE MEETING
Tuesday, May 31, 2016
12:50 p.m.

OPERATIONS COMMITTEE

5. Approve Minutes of the Operations Committee Meeting of May 3, 2016.

Consent Items for Consideration

A. Black
6. Approve execution of Purchase Order No. 271568, for Police Equipment, to Atlantic Diving Supply, Inc. DBA ADS, Inc., of Virginia Beach, Virginia, in the amount of $169,853.10.

R. Hodapp
7. Approve execution of Purchase Order No. 271578, for Runway Friction Testing Equipment, to Chemtek, Inc., of Morrisville, North Carolina, in the amount of $144,075.76.

8. Approve execution of Contract No. 8005073, for Process Automation and Control System Software at Energy Plaza, with Vinson Process Controls, LP, of Lewisville, Texas, in an amount not to exceed $160,000.00, for the one-year term of the Contract.

9. Approve execution of Purchase Order No. 271879, for Aircraft Ground Power Equipment, to Aviation Ground Equipment Corporation, of Freeport, New York, in the amount of $220,581.00.

R. Horton
10. Approve execution of Contract No. 8005049, for Asbestos Analytical Laboratory Testing Services, with Cates Laboratories, Inc., of Dallas, Texas, in an amount not to exceed $170,050.00, for the initial two-year term of the Contract, with options to renew for three additional one-year periods.

N. Smith
11. Approve execution of a Change Order to Contract No. 9500548, DPS Indoor Range Lead Exposure Prevention/Climate Control System Replacement, with Gilbert May Inc., dba Phillips/May Corporation, of Dallas, Texas, in an amount not to exceed $149,826.00.

Action Items for Consideration

A. Black
12. Approve an increase to Contract No. 7006257, for Fire Station Alerting Software Upgrade, with Westnet, Inc., of Huntington Beach, California, in an amount not to exceed $333,082.39, for a revised Contract amount not to exceed $378,528.66.
13. Approve execution of two Contracts for On-Site Concrete Services:
   Contract No. 7006354, with DDM Materials, Inc., of Valley View, Texas, in
   an amount not to exceed $299,535.00; and Contract No. 7006361, with
   Redi Mixx LLC, DBA Custom Crete, of Euless, Texas, in an amount not to
   exceed $311,901.00. The initial term of each Contract is one-year, with
   options to renew for four additional one-year periods. Total amount of this
   action is $611,436.00.

14. Approve execution of Contract No. 7006358, for Roofing and Waterproofing
   Maintenance Service, with Supreme Systems, Inc., of Dallas, Texas, in an
   amount not to exceed $1,500,000.00, for the one-year term of the Contract.

15. Approve execution of five Purchase Orders for Snow and Ice Removal
   Equipment:
   - Purchase Order No. 271582, to Trecan Combustion Limited, of
     Hubbly, Nova Scotia, Canada, in the amount of $1,100,000.00;
   - Purchase Order No. 271899, to Team Eagle, Inc., of Tilton, New Hampshire, in
     the amount of $88,200.00;
   - Purchase Order No. 271900, to HOLT Texas, LTD., of San Antonio, Texas, in the
     amount of $122,000.00;
   - Purchase Order No. 271901, to Morris Moore Chev-Buick, Inc., DBA Cowboy
     Chevrolet-Buick-GMC-Cadillac, of Silsbee, Texas, in the amount of
     $298,149.95;
   - Purchase Order No. 271910, to Silsbee Ford, of Silsbee, Texas, in the amount of
     $110,187.75.
   Total amount of action is $1,718,537.70.

16. Approve the termination of Contract No. 7006292, for Storm Sewer Pipe
   Inspection and Cleaning Services, with Metro Pipe Inspection LLC, of Fort
   Worth, Texas; and execution of Contract No. 7006360, for Storm Sewer
   Pipe Inspection and Cleaning Services, with Hoffman Southwest Corp. dba
   Professional Pipe Services, of Mission Viejo, California, in an amount not to
   exceed $1,953,000.00, for the three-year term of the Contract.

17. Approve execution of three Job Order Contracts:
   - Contract No. 9500551, with Brown & Root Industrial Services LLC, of Houston, Texas;
   - Contract No. 9500583, with Azteca Enterprises, Inc., of Dallas, Texas;
   - Contract No. 9500584, with Carcon Industries, of Dallas, Texas; in an amount not to
     exceed $7,000,000.00 for each Contract. Total amount of action is
     $21,000,000.00.

Discussion Items

18. Construction and Professional Services Contract Increase(s) approved by
    Authorized Staff.

19. Decrease(s)/increase(s) in Scope of Work approved by Authorized Staff.
Operations

Consent
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>06/02/2016</td>
<td>Operations</td>
<td>Police Equipment</td>
<td></td>
</tr>
</tbody>
</table>

**Action**
That the Chief Executive Officer or designee be authorized to execute Purchase Order No. 271568, for Police Equipment, to Atlantic Diving Supply, Inc. DBA ADS, Inc., of Virginia Beach, Virginia, in the amount of $169,853.10.

**Description**
- Purchase nine Bomb Technician Suits and a Multi-Mission X-ray System for the Airport's Explosive Ordnance Disposal (EOD) Technicians of the Department of Public Safety.

**Justification**
- The TAC 6 Modular Bomb Suit is a highly versatile and lightweight suit for EOD Operators. It protects against blast and fragmentation where it is not possible or practical to wear a full scale, heavy bomb suit.
- The MMX X-Ray purchase will replace the Open Vision X-ray system that has reached the end of life and is beyond repair.
- The MMX is a lightweight modular system that has the ability to display "real time" images remotely.
  - (9) 14x7 inch panels
  - High Mobility: Lightweight rail and suction cup system. High quality anodized system allows for a rigid, sturdy, and self-aligning platform.
  - Configurable: Users can add or remove modular components as needed
- This purchase will be made with Seized Funds.

**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 (Goods/Finished Products).

**Schedule/Term**

<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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<tr>
<td>3-3500</td>
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<td>Keith White</td>
<td>0153</td>
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<td>3-5638</td>
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</table>
Schedule/Term

- Purchase Date: June 2016
- Delivery Date: November 2016

Additional Information

- One (1) bid, not from a SBE firm, was received on or before the due date of May 9, 2016.
- Atlantic Diving Supply, Inc. DBA ADS, Inc., of Virginia Beach, Virginia, is the only 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 Purchase Order No. 271568, for Police Equipment, to Atlantic Diving Supply, Inc. DBA ADS, Inc., of Virginia Beach, Virginia, in the amount of $169,853.10.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
May 19, 2016 1:14 pm

Approved as to Funding by

Underwood, Max
Vice President Finance
Finance
May 19, 2016 4:50 pm

Approved as to M/WBE by

Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 19, 2016 12:49 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Public Safety
May 17, 2016 11:39 am

Pending
Chief Executive Officer
Date
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION

<table>
<thead>
<tr>
<th>Date</th>
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<tbody>
<tr>
<td>06/02/2016</td>
<td>Operations</td>
<td>Runway Friction Testing Equipment</td>
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</table>

**Action**
That the Chief Executive Officer or designee be authorized to execute Purchase Order No. 271578, for Runway Friction Testing Equipment, to Chemtek, Inc., of Morrisville, North Carolina, in the amount of $144,075.76.

**Description**
- Purchase Runway Friction Testing Equipment to be used by the Airport's Energy, Transportation and Asset Management Department.

**Justification**
- Friction testing equipment is essential for reporting accurate runway friction measurements.
- The FAA requires periodic routine friction testing to indicate the need for rubber removal, surface re-texturing, and other maintenance activities.
- The FAA and Airlines also require timely friction information during winter storm operations to advise pilots and to guide snow and ice removal activities.
- This planned and programmed acquisition of a second runway friction testing unit will provide redundancy and the ability to provide friction measurements simultaneously on multiple runways.

**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 (Goods/Finished Products).

**Schedule/Term**
- Purchase Date: June 2016
- Delivery Date: October 2016

<table>
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</table>

**For Information contact**
Rusty Hodapp
3-3670
Keith White
3-5638

**Fund**
DFW Capital Acct

**Project #**
26527-01

**External Funding Source**

**Amount**
$144,075.76
Additional Information

- One (1) bid, not from a SBE firm, was received on or before the due date of April 27, 2016.
- Chemtek, Inc., of Morrisville, North Carolina, is the only 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 Purchase Order No. 271578, for Runway Friction Testing Equipment, to Chemtek, Inc., of Morrisville, North Carolina, in the amount of $144,075.76.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
May 19, 2016 1:17 pm

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
May 19, 2016 4:51 pm

Approved as to M/WBE by
Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 19, 2016 12:49 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Energy & Transportation Mgmt
May 18, 2016 2:46 pm

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

**OFFICIAL BOARD ACTION/RESOLUTION**

<table>
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<tr>
<th>Date</th>
<th>Committee</th>
<th>Subject</th>
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<tbody>
<tr>
<td>06/02/2016</td>
<td>Operations</td>
<td>Process Automation and Control System Software</td>
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**Action**

That the Chief Executive Officer or designee be authorized to execute Contract No. 8005073, for Process Automation and Control System Software at Energy Plaza, with Vinson Process Controls, LP, of Lewisville, Texas, in an amount not to exceed $160,000.00, for the one-year term of the Contract.

**Description**

- Award a Contract for the audit, evaluation, qualification and upgrade to the current Process Automation and Control System Software from Delta Version 10.3 to Version 12.3.1 for the Airport's Energy and Transportation Management Department.

**Justification**

- The Emerson Delta V Process Automation and Control System at Energy Plaza is a mission-critical asset that allows Staff to operate and monitor utility systems such as the thermal energy production plant, central terminal area heating and cooling systems, the Airport's water and sewer systems and the spent aircraft deicing fluid collection system.
- The current software Version 10.3 operated by the Delta V system has reached the end of its life for the existing front-end software and hardware, and incompatibility issues are occurring with replacement field devices. Therefore, an upgrade to the current software version is necessary so that the Automation and Control system can continue to perform functionally and receive ongoing manufacturer support.

**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**

- Start Date: June 2016
- Contract Term: One year

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<th>Contract #</th>
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**For Information contact**

- Rusty Hodapp
  - 3-3670
- Matina Garrett
  - 3-5611

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<th>Fund</th>
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<td>$160,000.00</td>
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</table>
Additional Information

- This Contract is exempt from competitive bidding, in accordance with Local Government Code 252.022, as this software upgrade is available from only one source.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 8005073, for Process Automation and Control System Software at Energy Plaza, with Vinson Process Controls, LP, of Lewisville, Texas, in an amount not to exceed $160,000.00, for the one-year term of the Contract.

**Approved as to Form by**

Rodriguez, Elaine
Legal Counsel
May 19, 2016 1:19 pm

**Approved as to Funding by**

Underwood, Max
Vice President Finance
Finance
May 19, 2016 4:51 pm

**Approved as to M/WBE by**

Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 19, 2016 12:50 pm

SIGNATURE REQUIRED FOR APPROVAL

**Approved by**

Department Head
Energy & Transportation Mgmt
May 18, 2016 2:57 pm

Chief Executive Officer

Pending

Date
# Aircraft Ground Power Equipment

**Date** 06/02/2016  
**Committee** Operations  
**Subject** Aircraft Ground Power Equipment  
**Resolution #**

**Action**
That the Chief Executive Officer or designee be authorized to execute Purchase Order No. 271879, for Aircraft Ground Power Equipment, to Aviation Ground Equipment Corporation, of Freeport, New York, in the amount of $220,581.00.

**Description**
- Lease four Ground Power Units for twelve months for the Airport's Energy, Transportation and Asset Management Department.

**Justification**
- This action provides backup equipment for ramp services supporting Airline operations, at Terminal B.
- Increases to Airline operations and aircraft size have resulted in the need for additional ground power units.

**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 (Equipment Leases).

**Schedule/Term**
- Lease Date: June 2016
- Delivery Date: September 2016

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**For Information contact**
Rusty Hodapp  
3-3670  
Keith White  
3-5638

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<th>Fund</th>
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<td>0102</td>
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### Additional Information

- Three (3) bids, none from a SBE firm, were received on or before the due date of May 9, 2016.

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<tr>
<th>Bidder</th>
<th>Bid Amount Lease</th>
<th>Bid Amount Purchase</th>
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<tr>
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<td>Freeport, New York</td>
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<tr>
<td>JBT Aerotech</td>
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<td>Ogden, Utah</td>
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<td>TLD America</td>
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<td>Windsor, Connecticut</td>
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</table>

- Only one bid was for leasing the equipment, three were to purchase the equipment. We have decided to lease the equipment.
- Aviation Ground Equipment Corporation, of Freeport, New York, is the lowest responsive, responsible Bidder.

### Resolution #

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

That the Chief Executive Officer or designee be authorized to execute Purchase Order No. 271879, for Aircraft Ground Power Equipment, to Aviation Ground Equipment Corporation, of Freeport, New York, in the amount of $220,581.00.

**Approved as to Form by**

Rodriguez, Elaine  
Legal Counsel  
May 19, 2016 1:27 pm

**Approved as to Funding by**

Underwood, Max  
Vice President Finance  
Finance  
May 19, 2016 4:51 pm

**Approved as to M/WBE by**

Lee, Tamela  
Vice President Business Diversity  
and Development  
Business Diversity and  
Development  
May 19, 2016 12:50 pm

**SIGNATURE REQUIRED FOR APPROVAL**

 Approved by  

Department Head  
Energy & Transportation Mgmt  
May 18, 2016 2:47 pm  

Pending  

Chief Executive Officer  
Date
Date 06/02/2016  
Committee Operations  
Subject Asbestos Analytical Laboratory Testing Services  
Resolution # 

**Action**
That the Chief Executive Officer or designee be authorized to execute Contract No. 8005049, for Asbestos Analytical Laboratory Testing Services, with Cates Laboratories, Inc., of Dallas, Texas, in an amount not to exceed $170,050.00, for the initial two-year term of the Contract, with options to renew for three additional one-year periods.

**Description**
- Award a Contract for Asbestos Analytical Laboratory Testing Services for the Airport’s Environmental Affairs Department (EAD).

**Justification**
- This is a replacement for an existing Contract which has been in place for five years.
- This Contract will provide environmental analyses and laboratory services necessary to accurately and consistently analyze asbestos air, bulk and wipe samples to ensure compliance with standards set by the Environmental Protection Agency (EPA) and the Texas Department of State Health Services (TDSHS).
- This Contract will cover asbestos lab testing and reporting for Airport and TRIP related renovation projects.
- The Contractor will provide reports of analyses, disposal of analyzed samples, sample containers, test results and transportation. Analysis and testing will be ordered on an as-needed basis at the unit prices established in the Contract.
- The new Contract represents an approximate 8% savings in unit pricing over the existing Contract.

**D/S/M/WBE Information**
- In accordance with the Board’s SBE Program, no SBE goal was set for this Contract due to the specialized turnkey nature of the procurement.
- Cates Laboratories, Inc. is a certified Small Business Enterprise (WF-C); therefore their self-performance will be counted towards the Board's overall SBE Program goals.

**Schedule/Term**
- Start Date: June 2016
- 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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**For Information contact**
- Robert Horton  
  3-5563  
- Robert Ramert  
  3-5677  

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<th>Fund</th>
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<th>External Funding Source</th>
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<tr>
<td>0102</td>
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<td>$170,050.00</td>
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</table>
**Additional Information**

- Four (4) proposals, including three (3) from SBE firms, were received on or before the due date of April 1, 2016:
  - B+A Laboratories, Inc. dba Xenco Laboratories, Inc., of Houston, Texas - SBE-Certified with Texas Department of Transportation and State of Texas HUB Certified.
  - Cates Laboratories, Inc., of Dallas, Texas - SBE-Certified with Texas Department of Transportation, State of Texas HUB Certified.
  - ESML Analytical, Inc., of Cinnaminson, New Jersey
  - Steve Moody Micro Services, LLC dba Moody Labs, Farmers Branch, Texas - SBE-Certified with Texas Department of Transportation and State of Texas HUB Certified.
- The Evaluation Committee, consisting of representatives from the Airport's Environmental Affairs, Design, Code and Construction, Energy Transportation and Asset Management, Risk Management, and Business Diversity and Development Departments, recommends that the Contract be awarded to Cates Laboratories, Inc., of Dallas, Texas.

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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 Contract No. 8005049, for Asbestos Analytical Laboratory Testing Services, with Cates Laboratories, Inc., of Dallas, Texas, in an amount not to exceed $170,050.00, 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  
May 19, 2016 1:28 pm

**Approved as to Funding by**

Miyashita, Glenn  
Assistant Vice President Capital Planning  
Finance  
May 19, 2016 4:52 pm

**Approved as to M/WBE by**

Lee, Tamela  
Vice President Business Diversity and Development  
Business Diversity and Development  
May 19, 2016 12:50 pm

**SIGNATURE REQUIRED FOR APPROVAL**

**Approved by**

Department Head  
Environmental Affairs  
May 18, 2016 2:52 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>
</tr>
</thead>
<tbody>
<tr>
<td>06/02/2016</td>
<td>Operations</td>
<td>DPS Indoor Range Lead Exposure Prevention/Climate Control System Replacement</td>
<td></td>
</tr>
</tbody>
</table>

**Action**
That the Chief Executive Officer or designee be authorized to execute a Change Order to Contract No. 9500548, DPS Indoor Range Lead Exposure Prevention/Climate Control System Replacement, with Gilbert May Inc., dba Phillips/May Corporation, of Dallas, Texas, in an amount not to exceed $149,826.00.

**Description**
- This action represents a change due to an Owner Requested Change.
- This action will provide for lead abatement services required for the DPS Indoor Range.

**Justification**
- In January, 2016 the Board approved Resolution 2016-01-008 to replace the existing DPS Indoor Range climate control system in the firing range and front offices.
- Federal Regulations require that all construction work where an employee may be occupationally exposed to lead must be abated.
- The project was originally scheduled to coincide with the annual lead abatement cleaning of the firing range, through an existing Board services contract. However, additional design duration was necessary to ensure the design meet or exceeded federal regulations and safety standards with regards to the lead particulate capture and inhalation. Thus, this additional lead abatement cleaning is required prior to construction. This additional abatement cleaning could not be accommodated via the Board's existing services contract for cleaning of the firing range.

**D/S/M/WBE Information**
- In accordance with the Board's SBE Program, the SBE goal for this Contract is 12%.
- Gilbert May Inc., dba Phillips/May Corporation (HM-C) has committed to obtaining 29% SBE participation and at this time no payments have been reported in the B2GNow System.
- The estimated SBE subcontracting commitment on the action amount is 0%, but the prime has committed to meeting their original 29% SBE commitment.

**Schedule/Term**
The current contract completion date of October 12, 2016 is extended by 30 days, for a revised contract completion date of November 11, 2016.

<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>9500548</td>
<td>NTE</td>
<td></td>
<td>NTE $149,826.00</td>
<td>NTE $839,158.22</td>
</tr>
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</table>

**For Information contact**
Nate Smith
3-1891

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
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</tr>
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<tbody>
<tr>
<td>DFW Capital Acct</td>
<td>26465-01</td>
<td></td>
<td>$149,826.00</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 a Change Order to Contract No. 9500548, DPS Indoor Range Lead Exposure Prevention/Climate Control System Replacement, with Gilbert May Inc., dba Phillips/May Corporation, of Dallas, Texas, in an amount not to exceed $149,826.00.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
May 19, 2016 1:30 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
May 19, 2016 4:52 pm

Approved as to M/WBE by
Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 19, 2016 12:59 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
May 19, 2016 11:26 am
## D/FW INTERNATIONAL AIRPORT BOARD
### CONSTRUCTION CONTRACT STATUS REPORT

1. **CONTRACT TITLE:**
   
   DPS Indoor Range Lead Exposure Prevention & Climate Control Systems Replacements

2. **CONTRACTOR:**
   
   Gilbert May Inc., dba Phillips/May Corporation

3. **CONTRACT NO.:**
   
   9500548

4. **CONTRACT DATA:**

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
<th>Days Extended</th>
<th>Date Executed</th>
</tr>
</thead>
<tbody>
<tr>
<td>Original Contract Amount</td>
<td>$689,333.00</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Contract Execution Date (NTP)</td>
<td>02/25/16</td>
<td></td>
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<tr>
<td>Original Expiration Date</td>
<td>10/12/16</td>
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</table>

5. **SUMMARY OF EXECUTED CHANGE ORDERS**

<table>
<thead>
<tr>
<th>C.O.</th>
<th>DESCRIPTION</th>
<th>AMOUNT</th>
<th>DAYS EXTENDED</th>
<th>DATE EXECUTED</th>
<th>APPROVED BY STAFF/BOARD (S)/(B)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
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</tr>
<tr>
<td>11</td>
<td>Add lead abatement service to remove contamination and conduct an aggressive air sampling.</td>
<td>$149,825.22</td>
<td>30</td>
<td>22%</td>
<td></td>
</tr>
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6. **THIS ACTION**

<table>
<thead>
<tr>
<th>C.O. NO.</th>
<th>DESCRIPTION</th>
<th>AMOUNT</th>
<th>DAYS EXTENDED</th>
<th>REVISED CONTRACT % INCREASE (DECREASE)</th>
<th>CONTRACT EXPIRATION DATE</th>
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<tbody>
<tr>
<td>1</td>
<td>Add lead abatement service to remove contamination and conduct an aggressive air sampling.</td>
<td>$149,825.22</td>
<td>30</td>
<td>22%</td>
<td>11/11/16</td>
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</table>

7. **REVISED CONTRACT DATA: (Including "This Action")**

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
<th>Days Contract Extended</th>
<th>Contract % Increase (Decrease)</th>
<th>Expiration Date</th>
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<tr>
<td>Original Contract Amount</td>
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<td>30</td>
<td>21.73%</td>
<td>11/11/16</td>
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8. **SUMMARY OF PENDING OR POTENTIAL CONTRACT CHANGE ORDERS (If Applicable):**

<table>
<thead>
<tr>
<th>C.O.</th>
<th>DESCRIPTION</th>
<th>AMOUNT</th>
<th>DAYS EXTENDED</th>
<th>DATE EXECUTED</th>
<th>APPROVED BY STAFF/BOARD (S)/(B)</th>
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</thead>
<tbody>
<tr>
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</tbody>
</table>

### SUB-TOTAL OF EXECUTED CHANGE ORDERS

$0

### CONSTRUCTION CONTRACT STATUS REPORT

J:\05-Forms\D.F.W.9500548 - Status Report - Construction
Operations

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

Date: 06/02/2016
Committee: Operations
Subject: Fire Station Alerting Software Upgrade

Action
That the Chief Executive Officer or designee be authorized to increase Contract No. 7006257, for Fire Station Alerting Software Upgrade, with Westnet, Inc., of Huntington Beach, California, in an amount not to exceed $333,082.39, for a revised Contract amount not to exceed $378,528.66.

Description
• Increase the Contract for Fire Station Alerting Software Update for the Airport's Public Safety Department.

Justification
• Aircraft Rescue Fire Fighting (ARFF) response requirement identified in FAR 139, requires arrival of ARFF Trucks within 3 minutes of phone notification from the Air Traffic Control Tower (ATCT).
• This system allows multi-user notifications to occur simultaneously, thus reducing overall response times.
• This project directly supports Fire Services goals to provide life safety to our customers while providing timely response to aircraft incident/accidents.
• This Contract continues to support the First-In Fire Station Alerting System.
• This increase will incorporate an upgrade called First-In Aircraft Emergency System, which satisfies the design and installation in the FAA Air Traffic Control Towers for dispatching fire personnel to aviation (Airfield) incidents/accidents.

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
• The current Contract Completion Date of November 1, 2016, is not affected by this action.

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
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<tbody>
<tr>
<td>7006257</td>
<td>NTE</td>
<td></td>
<td>$333,082.39</td>
<td>$378,528.66</td>
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</table>

For Information contact
Alan Black
3-3500
Miriam Seymour
3-5631

<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>26557-01</td>
<td></td>
<td>$333,082.39</td>
</tr>
</tbody>
</table>
Additional Information

- In November 2015, Board Staff awarded Contract No. 7006257, for Fire Station Alert System Software and Support Services, to Westnet, Inc., of Huntington Beach, California.
- This Contract is exempt from competitive bidding, in accordance with Local Government Code 252.022, as it is available from only one source.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to increase Contract No. 7006257, for Fire Station Alerting Software Upgrade, with Westnet, Inc., of Huntington Beach, California, in an amount not to exceed $333,082.39, for a revised Contract amount not to exceed $378,528.66.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
May 19, 2016 1:31 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning Finance
May 19, 2016 4:52 pm

Approved as to M/WBE by
Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 19, 2016 12:59 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Public Safety
May 17, 2016 11:40 am

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>
</tr>
</thead>
<tbody>
<tr>
<td>06/02/2016</td>
<td>Operations</td>
<td>On-Site Concrete Services</td>
<td></td>
</tr>
</tbody>
</table>

**Action**

That the Chief Executive Officer or designee be authorized to execute two Contracts for On-Site Concrete Services: Contract No. 7006354, with DDM Materials, Inc., of Valley View, Texas, in an amount not to exceed $299,535.00; and Contract No. 7006361, with Redi Mixx LLC, DBA Custom Crete, of Euless, Texas, in an amount not to exceed $311,901.00. The initial term of each Contract is one-year, with options to renew for four additional one-year periods. Total amount of this action is $611,436.00.

**Description**

- Award two Contracts for on-site concrete services for the Airport's Energy, Transportation and Asset Management (ETAM) Department.

**Justification**

- ETAM periodically requires delivered pre-mixed concrete for repair of airfield, road and parking infrastructure pavements.
- The Contractor will provide concrete for small to medium sized pours.
- On-site production will allow Board Staff to tailor concrete production to their product, volume and schedule requirements.
- Two contracts will provide flexibility and ensure supply availability when needed.
- Services under these Contracts will be on an as-needed basis.

**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 (Goods/Finished Products).

**Schedule/Term**

- Start Date: July 2016
- Contract Term: One-year, with four one-year renewal options

| Contract #  | Agreement # | Purchase Order # | Action Amount   | Revised Amount |
|-------------|-------------|------------------|-----------------|               |
| 7006354     | NTE         |                  | NTE $299,535.00 | $0            |
| 7006361     | NTE         |                  | NTE $311,901.00 | $0            |

**For Information contact**

- Rusty Hodapp 3-3670
- Matina Garrett 3-5611

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
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<tbody>
<tr>
<td>0102</td>
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<td></td>
<td>$611,436.00</td>
</tr>
</tbody>
</table>
Additional Information

- Two (2) bids, none from SBE firms, were received on or before the due date of May 2, 2016.
- DDM Materials, of Valley View, Texas, and Redi Mixx LLC, DBA Custom Crete, of Euless, Texas, are the two lowest responsive, responsible Bidders.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute two Contracts for On-Site Concrete Services: Contract No. 7006354, with DDM Materials, Inc., of Valley View, Texas, in an amount not to exceed $299,535.00; and Contract No. 7006361, with Redi Mixx LLC, DBA Custom Crete, of Euless, Texas, in an amount not to exceed $311,901.00. The initial term of each Contract is one-year, with options to renew for four additional one-year periods. Total amount of this action is $611,436.00.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
May 19, 2016 1:32 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
May 19, 2016 4:51 pm

Approved as to M/WBE by
Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 19, 2016 1:00 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Energy & Transportation Mgmt
May 18, 2016 2:47 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>
</tr>
</thead>
<tbody>
<tr>
<td>06/02/2016</td>
<td>Operations</td>
<td>Roofing and Waterproofing Service</td>
<td></td>
</tr>
</tbody>
</table>

**Action**
That the Chief Executive Officer or designee be authorized to execute Contract No. 7006358, for Roofing and Waterproofing Maintenance Service, with Supreme Systems, Inc., of Dallas, Texas, in an amount not to exceed $1,500,000.00, for the one-year term of the Contract.

**Description**
- Award a Contract for Roofing And Waterproofing Maintenance Service for the Airport's Energy, Transportation and Asset Management Department.

**Justification**
- This is an interim one-year Contract to provide for services on an as needed basis.
- Services provided will include inspections, preventive maintenance, leak response and repairs to facility roofing and water-proofing systems.
- The services of this Contract will be provided on an as-needed basis. The Board will have no obligation to utilize the services covered by this Contract.

**D/S/M/WBE Information**
- In accordance with the Board's SBE Program, the SBE goal for this contract is 5%.
- Supreme Systems, Inc. has committed to achieving 2% SBE participation utilizing SR Roofing Solutions, Inc. (WF-C).

**Schedule/Term**
- Start Date: June 2016
- Contract Term: One year

<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>7006358</td>
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<td>NTE $1,500,000.00</td>
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</table>

**For Information contact**
Rusty Hodapp
3-3670
Bill Ellis
3-5676

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Various</td>
<td></td>
<td></td>
<td>$1,500,000.00</td>
</tr>
</tbody>
</table>
**Additional Information**

- This procurement is exempt from public bidding 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 Chief Executive Officer or designee be authorized to execute Contract No. 7006358, for Roofing and Waterproofing Maintenance Service, with Supreme Systems, Inc., of Dallas, Texas, in an amount not to exceed $1,500,000.00, for the one-year term of the Contract.

**Approved as to Form by**

Rodriguez, Elaine  
Legal Counsel  
May 19, 2016 5:18 pm

**Approved as to Funding by**

Miyashita, Glenn  
Assistant Vice President Capital Planning  
Finance  
May 19, 2016 4:51 pm

**Approved as to M/WBE by**

Lee, Tamela  
Vice President Business Diversity and Development  
Business Diversity and Development  
May 19, 2016 4:34 pm

---

**SIGNATURE REQUIRED FOR APPROVAL**

**Approved by**

Department Head  
Energy & Transportation Mgmt  
May 19, 2016 2:08 pm

**Pending**  
Chief Executive Officer  
Date
Date 06/02/2016
Committee Operations
Subject Snow and Ice Removal Equipment
Resolution #

Action
That the Chief Executive Officer or designee be authorized to execute five Purchase Orders for Snow and Ice Removal Equipment: Purchase Order No. 271582, to Trecan Combustion Limited, of Hubley, Nova Scotia, Canada, in the amount of $1,100,000.00; Purchase Order No. 271899, to Team Eagle, Inc., of Tilton, New Hampshire, in the amount of $88,200.00; Purchase Order No. 271900, to HOLT Texas, LTD., of San Antonio, Texas, in the amount of $122,000.00; Purchase Order No. 271901, to Morris Moore Chev-Buick, Inc., DBA Cowboy Chevrolet-Buick-GMC-Cadillac, of Silsbee, Texas, in the amount of $298,149.95; Purchase Order No. 271910, to Silsbee Ford, of Silsbee, Texas, in the amount of $110,187.75. Total amount of action is $1,718,537.70.

Description

- Purchase twenty pieces of Snow and Ice Removal Equipment: two Snowmelters, two snow brooms mounted on our existing dump trucks, six bucket loaders mounted on our existing tractors, two snow brooms mounted on our existing tractors, one truck with crane body, two trucks with snow plow and liquid sprayer, five trucks with snow plow and spreader for the Airport's Energy, Transportation and Asset Management Department.
- This bid includes the purchase of two snow plows, which is included under Purchase Order No. 271898. This purchase is not being recommended for award at this time to allow time for Board Staff to further review the bid received.

Justification

- The purchase of this equipment will increase Airport Staff's ability to remove snow and ice from runways, taxiways, ramps, deicing pads and roadways.
- Increased productivity and efficiency of airfield, ramp and roadway clearing operations is necessary to support airline operating demand during snow and ice events.
- The capacity enhancements were developed in conjunction with the Airlines, is in consonance with their operating plans, and has received their approval for the required funding.

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 (Goods/Finished Products).

<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>271582</td>
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<td>$0</td>
<td></td>
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<tr>
<td>271899</td>
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<td>271900</td>
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<td>271901</td>
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<td>$298,149.95</td>
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<tr>
<td>271910</td>
<td></td>
<td>$110,187.75</td>
<td>$0</td>
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</table>

For Information contact
Rusty Hodapp
3-3670
Keith White
3-5638

Fund Joint Capital Acct
Project # 26515-01
External Funding Source
Amount $1,718,537.70
## Schedule/Term

- **Purchase Date:** June 2016
- **Delivery Date:** January 2017

## Additional Information

- Four (4) bids, none from SBE firms, were received on or before the due date of May 9, 2016.
- Trecan Combustion Limited, of Hubley, Nova Scotia, Canada, is the only responsive, responsible Bidder for the Snowmelters.
- Team Eagle, Inc., of Tilton, New Hampshire, is the only responsive, responsible Bidder for the Snow Brooms mounted on our existing dump trucks.
- HOLT Texas, LTD., of San Antonio, Texas, is the only responsive, responsible Bidder for the Bucket Loaders and Snow Brooms mounted on our existing tractors.
- Morris Moore Chev-Buick, Inc., DBA Cowboy Chevrolet-Buick-GMC-Cadillac, of Silsbee, Texas, for the purchase of the two trucks with snow plow and liquid sprayer, and five trucks with snow plow and spreader, will be made through an Interlocal Agreement with the Houston-Galveston Area Council of Governments (H-GAC), in accordance with Board Resolution No. 97-07-181, dated July 3, 1997.
- Silsbee Ford Inc., of Silsbee, Texas, for the purchase of the truck with crane body, will be made through an Interlocal Agreement with the Texas Association of School Boards (BuyBoard), in accordance with Board Resolution No. 2006-08-246, dated August 3, 2006.

---

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

That the Chief Executive Officer or designee be authorized to execute five Purchase Orders for Snow and Ice Removal Equipment: Purchase Order No. 271582, to Trecan Combustion Limited, of Hubley, Nova Scotia, Canada, in the amount of $1,100,000.00; Purchase Order No. 271899, to Team Eagle, Inc., of Tilton, New Hampshire, in the amount of $88,200.00; Purchase Order No. 271900, to HOLT Texas, LTD., of San Antonio, Texas, in the amount of $122,000.00; Purchase Order No. 271901, to Morris Moore Chev-Buick, Inc., DBA Cowboy Chevrolet-Buick-GMC-Cadillac, of Silsbee, Texas, in the amount of $298,149.95; Purchase Order No. 271910, to Silsbee Ford, of Silsbee, Texas, in the amount of $110,187.75. Total amount of action is $1,718,537.70.

---

**Approved as to Form by**

Rodriguez, Elaine  
Legal Counsel  
May 19, 2016 2:18 pm

**Approved as to Funding by**

Miyashita, Glenn  
Assistant Vice President Capital Planning  
Finance  
May 19, 2016 4:51 pm

**Approved as to M/WBE by**

Lee, Tamela  
Vice President Business Diversity and Development  
Business Diversity and Development  
May 19, 2016 1:04 pm

---

**SIGNATURE REQUIRED FOR APPROVAL**

**Approved by**

Department Head  
Energy & Transportation Mgmt  
May 18, 2016 2:47 pm  
Pending

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

**OFFICIAL BOARD ACTION/RESOLUTION**

**Date**
06/02/2016

**Committee**
Operations

**Subject**
Storm Sewer Pipe Inspection and Cleaning Services

**Resolution #**

**Action**
That the Chief Executive Officer or designee be authorized to terminate Contract No. 7006292, for Storm Sewer Pipe Inspection and Cleaning Services, with Metro Pipe Inspection LLC, of Fort Worth, Texas; and execute Contract No. 7006360, for Storm Sewer Pipe Inspection and Cleaning Services, with Hoffman Southwest Corp. dba Professional Pipe Services, of Mission Viejo, California, in an amount not to exceed $1,953,000.00, for the three-year term of the Contract.

**Description**
- Terminate the existing Contract and award a replacement Contract for Storm Sewer Pipe Inspection and Cleaning Services of the storm water collection system in the Central Terminal Area for the Airport's Energy, Transportation and Asset Management Department.

**Justification**
- This is a replacement Contract for Contract No. 7006292, which Airport Staff was forced to terminate for convenience, as the supplier ceased to continue business operations.
- The physical and video inspection of storm sewer pipes enables a condition assessment of the storm sewer infrastructure.
- Inspection and cleaning of the storm sewer pipes are elements of the annual comprehensive site compliance evaluation.
- Storm sewer pipe cleaning is programmed based on inspection results.
- Contract services are utilized on both a programmed and as-needed basis.

**D/S/M/WBE Information**
- In accordance with the Board's SBE Program, the SBE goal for this contract is 15%.
- Hoffman Southwest Corp. dba Professional Pipe Services has committed to achieving 15% SBE participation utilizing Eagle Barricade, (BF-C), (15%).

**Schedule/Term**
- Start Date: June 2016
- 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>7006360</td>
<td></td>
<td></td>
<td>NTE $1,953,000.00</td>
<td>$0</td>
</tr>
</tbody>
</table>

**For Information contact**
Rusty Hodapp  
3-3670
Matina Garrett  
3-5611

**Fund**
0102

**Project #**

**External Funding Source**

**Amount**

$1,953,000.00
Additional Information

- Three (3) bids, including one (1) from a SBE firm, were received on or before the due date of January 6, 2016.
- On February 4, 2016, by Resolution No. 2016-02-036, the Board awarded Contract No. 7006292, with Metro Pipe Inspection, LLC, of Fort Worth, Texas.
- On April 27, 2016, Metro Pipe Inspection, LLC notified Airport Staff that they were no longer in business.
- Hoffman Southwest Corp. dba Professional Pipe Services, of Mission Viejo, California, is the next 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 terminate Contract No. 7006292, for Storm Sewer Pipe Inspection and Cleaning Services, with Metro Pipe Inspection LLC, of Fort Worth, Texas; and execute Contract No. 7006360, for Storm Sewer Pipe Inspection and Cleaning Services, with Hoffman Southwest Corp. dba Professional Pipe Services, of Mission Viejo, California, in an amount not to exceed $1,953,000.00, for the three-year term of the Contract.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
May 19, 2016 2:18 pm

Approved as to Funding by

Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
May 19, 2016 4:50 pm

Approved as to M/WBE by

Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 19, 2016 1:08 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Energy & Transportation Mgmt
May 18, 2016 2:47 pm

Chief Executive Officer
Pending
Date
**Action**
That the Chief Executive Officer or designee be authorized to execute three Job Order Contracts: Contract No. 9500551, with Brown & Root Industrial Services LLC, of Houston, Texas; Contract No. 9500583, with Azteca Enterprises, Inc., of Dallas, Texas; and Contract No. 9500584, with Carcon Industries, of Dallas, Texas; in an amount not to exceed $7,000,000.00 for each Contract. Total amount of action is $21,000,000.00.

**Description**
- This Job Order Contract (JOC) will provide indefinite delivery of construction services for facility maintenance, repair and improvements, to be performed on an as needed basis.

**Justification**
- Providing construction services under a JOC affords a means to accomplish facility renovation and construction projects in a timely fashion by eliminating the need to individually bid these typically small construction projects.
- Work under the JOC will be issued by individual delivery order and priced utilizing the R.S. Means Facilities Construction Cost Data Unit Price Books.
- Requested action amount per contract is for the first two contract years of each contract.
- The prior JOC contract awarded August 2013, averaged an annual spend of roughly $5,000,000.
- Awarding three contracts with a total contracting capacity of $10,500,000 per year, and will provide the resources necessary to quickly complete work assignments, and provide additional contracting capacity in the event it is needed.

**D/S/M/WBE Information**
- In accordance with the Board's MBE Program, the MBE goal for these Contracts is 28%.
- Brown and Root Industrial Services LLC has committed to achieving 28% MBE participation; Azteca Enterprises, Inc. (HM-C) has committed to achieving 39% overall MBE participation (including 5% self-performance); and Carcon Industries (HF-C) has committed to achieving 35% overall MBE participation (including 5% self-performance) utilizing the attached MBE firms.

**Schedule/Term**
Contract Duration: Two years with three, one-year 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>9500551</td>
<td></td>
<td></td>
<td>NTE $21,000,000.00</td>
<td>$0</td>
</tr>
</tbody>
</table>

**For Information contact**
Nate Smith  
3-1891

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Various</td>
<td></td>
<td></td>
<td>$21,000,000.00</td>
</tr>
</tbody>
</table>
Additional Information
In addition to posting on the DFW Airport website, the Request for Proposals (RFP) for this solicitation was advertised in local newspapers on February 7/8 and 14/15, 2016. Fifteen Proposals were received. Based on the evaluation of the Proposals, the selection committee recommends awarding contracts to three contractors: Brown & Root Industrial Services LLC, of Houston, Texas; Azteca Enterprises, Inc. of Dallas, Texas; and Carcon Industries, of Dallas, Texas.
Proposals were received from the following firms:
3i Contracting LLC
Azteca Enterprises, Inc.
Brown & Root Industrial Services LLC
Carcon Industries & Construction, LLC
DMCA, Inc.
GCC Enterprises, Inc.
IEA Inc.
JC Commercial, Inc.
LMC Corporation
MDI General Contractors/Lemco Joint Venture
MK Construction Company
Nouveau Construction and Technical Services^2big
Phillips May Corporation
The Trevino Group
Tillage Construction LLC

^Nouveau Construction and Technical Services, LP was deemed non-responsive.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute three Job Order Contracts: Contract No. 9500551, with Brown & Root Industrial Services LLC, of Houston, Texas; Contract No. 9500583, with Azteca Enterprises, Inc., of Dallas, Texas; and Contract No. 9500584, with Carcon Industries, of Dallas, Texas; in an amount not to exceed $7,000,000.00 for each Contract. Total amount of action is $21,000,000.00.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
May 19, 2016 2:20 pm

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
May 19, 2016 8:00 am

Approved as to M/WBE by
Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 19, 2016 9:29 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
May 18, 2016 5:20 pm

Pending

Chief Executive Officer
Date
Contract No. 9500583  
Job Order Contract  

Azteca Enterprises, Inc.  
MBE Subcontractors

<table>
<thead>
<tr>
<th>Company</th>
<th>Category</th>
<th>%</th>
</tr>
</thead>
<tbody>
<tr>
<td>Alpha &amp; Omega Industries, LLC.</td>
<td>BM-C</td>
<td>1.00%</td>
</tr>
<tr>
<td>Bradley Douglas Construction Svcs.</td>
<td>BM-C</td>
<td>2.00%</td>
</tr>
<tr>
<td>DES Diversified (Alpha &amp; Omega)</td>
<td>BM-C</td>
<td>2.00%</td>
</tr>
<tr>
<td>Great Southwestern Fire &amp; Safety, Inc.</td>
<td>BM-C</td>
<td>3.00%</td>
</tr>
<tr>
<td>Momentum Mechanical, Inc.</td>
<td>BM-C</td>
<td>5.00%</td>
</tr>
<tr>
<td>Trinity Elise Companies</td>
<td>BM-C</td>
<td>6.00%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>BM-C</td>
<td><strong>19.00%</strong></td>
</tr>
<tr>
<td>ABLē Communications, Inc.</td>
<td>HM-C</td>
<td>2.00%</td>
</tr>
<tr>
<td>Alman Construction Services, L.P.</td>
<td>HM-C</td>
<td>5.00%</td>
</tr>
<tr>
<td>Artografx, Inc.</td>
<td>HM-C</td>
<td>0.50%</td>
</tr>
<tr>
<td>Carrco Painting Contractors, Inc.</td>
<td>HM-C</td>
<td>2.00%</td>
</tr>
<tr>
<td>Castro Roofing of Texas, LP</td>
<td>HM-C</td>
<td>1.00%</td>
</tr>
<tr>
<td>Real Network Services, Inc.</td>
<td>HM-C</td>
<td>3.00%</td>
</tr>
<tr>
<td>Southwestern Testing Labs, LLC</td>
<td>HF-C</td>
<td>1.00%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>HF/HM-C</td>
<td><strong>14.50%</strong></td>
</tr>
<tr>
<td>DWW Abatement, Inc.</td>
<td>NM-C</td>
<td>0.50%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>NM-C</td>
<td><strong>0.50%</strong></td>
</tr>
<tr>
<td>Azteca Enterprises, Inc. (Prime)</td>
<td>HM-C</td>
<td>5.00%</td>
</tr>
<tr>
<td><strong>Overall Total</strong></td>
<td></td>
<td><strong>39.00%</strong></td>
</tr>
<tr>
<td>Company</td>
<td>Type</td>
<td>Percentage</td>
</tr>
<tr>
<td>----------------------------------------------</td>
<td>-------</td>
<td>------------</td>
</tr>
<tr>
<td>1-Stop Enterprises, LLC</td>
<td>BM-C</td>
<td>1.75%</td>
</tr>
<tr>
<td>3i Contracting, LLC</td>
<td>BM-C</td>
<td>1.75%</td>
</tr>
<tr>
<td>Butler &amp; Butler Construction, LLC</td>
<td>BM-C</td>
<td>1.75%</td>
</tr>
<tr>
<td>Great Southwestern Fire &amp; Safety, Inc.</td>
<td>BM-C</td>
<td>1.75%</td>
</tr>
<tr>
<td>Momentum Mechanical, Inc.</td>
<td>BM-C</td>
<td>1.75%</td>
</tr>
<tr>
<td>R.D. Howard, LLC</td>
<td>BM-C</td>
<td>1.75%</td>
</tr>
<tr>
<td>RAM Contracting</td>
<td>BM-C</td>
<td>1.75%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>BM-C</strong></td>
<td><strong>12.25%</strong></td>
</tr>
<tr>
<td>ABLe Communications, Inc.</td>
<td>HM-C</td>
<td>1.75%</td>
</tr>
<tr>
<td>Artografx, Inc.</td>
<td>HM-C</td>
<td>1.75%</td>
</tr>
<tr>
<td>Carrco Painting Contractors, Inc.</td>
<td>HM-C</td>
<td>1.75%</td>
</tr>
<tr>
<td>Corporate Floors, Inc.</td>
<td>HF-C</td>
<td>1.75%</td>
</tr>
<tr>
<td>Ponce Contractors, Inc.</td>
<td>HF-C</td>
<td>1.75%</td>
</tr>
<tr>
<td>Rocky Duron &amp; Associates, Inc.</td>
<td>HM-C</td>
<td>1.75%</td>
</tr>
<tr>
<td>Saldana Renovations, LLC</td>
<td>HM-C</td>
<td>1.75%</td>
</tr>
<tr>
<td>Vanguard Electrical Services, LLC</td>
<td>HM-C</td>
<td>1.75%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>HF/HM-C</strong></td>
<td><strong>14.00%</strong></td>
</tr>
<tr>
<td>Dennison Glass &amp; Mirror, Inc.</td>
<td>NM-C</td>
<td>1.75%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>NM-C</strong></td>
<td><strong>1.75%</strong></td>
</tr>
<tr>
<td><strong>Overall Total</strong></td>
<td></td>
<td><strong>28.00%</strong></td>
</tr>
<tr>
<td>Company</td>
<td>MBE Code</td>
<td>Percentage</td>
</tr>
<tr>
<td>----------------------------------------</td>
<td>----------</td>
<td>------------</td>
</tr>
<tr>
<td>Momentum Mechanical, Inc.</td>
<td>BM-C</td>
<td>5.00%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>BM-C</td>
<td><strong>5.00%</strong></td>
</tr>
<tr>
<td>Alman Construction Services, L.P.</td>
<td>HM-C</td>
<td>6.00%</td>
</tr>
<tr>
<td>Carrco Painting Contractors, Inc.</td>
<td>HM-C</td>
<td>7.00%</td>
</tr>
<tr>
<td>Corporate Floors, Inc.</td>
<td>HF-C</td>
<td>3.00%</td>
</tr>
<tr>
<td>Link America, LLC</td>
<td>HM-C</td>
<td>1.00%</td>
</tr>
<tr>
<td>Omega Contracting, Inc.</td>
<td>HM-C</td>
<td>8.00%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>HF/HM-C</td>
<td><strong>25.00%</strong></td>
</tr>
<tr>
<td>CARCON Industries (Prime)</td>
<td>HF-C</td>
<td>5.00%</td>
</tr>
<tr>
<td><strong>Overall Total</strong></td>
<td></td>
<td><strong>35.00%</strong></td>
</tr>
</tbody>
</table>
Operations

Discussion
<table>
<thead>
<tr>
<th>Meeting Date</th>
<th>Subject</th>
<th>Committee</th>
</tr>
</thead>
<tbody>
<tr>
<td>06/02/2016</td>
<td>Monthly Report</td>
<td>Operations</td>
</tr>
</tbody>
</table>

**Item For Discussion**

Staff approved contracts and change orders.

The contracts and change orders listed on the attached have been approved by authorized Board Staff.
June 2, 2016

<table>
<thead>
<tr>
<th>Consultant</th>
<th>Contract No.</th>
<th>Contract Title/Description</th>
<th>Action Type</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>HKS, Inc.</td>
<td>8500304 SA 16</td>
<td>TEX Rail Station at Terminal B</td>
<td>Change Order</td>
<td>NTE $47,160.33</td>
</tr>
</tbody>
</table>

This action authorized the contractor to perform Subsurface Utility Engineering (SUE) on pertinent utility lines and revised the Guidelines for Cost and Pricing Data to add a new subconsultant (Lina T. Ramey & Associates).
CONTRACT ACTIONS APPROVED BY AUTHORIZED STAFF
April 1, 2016 through April 30, 2016
New Construction Contracts - $25,000 to $50,000
Change Orders Increases/Decreases - $25,000 to $50,000

June 2, 2016

<table>
<thead>
<tr>
<th>Consultant *Denotes D/S/M/WBE</th>
<th>Contract No.</th>
<th>Contract Title/Description</th>
<th>Action Type</th>
<th>Amount</th>
</tr>
</thead>
</table>

None this reporting period for Construction Contracts.
AGENDA
FINANCE/AUDIT COMMITTEE MEETING
Tuesday, May 31, 2016
1:10 p.m.

FINANCE/AUDIT COMMITTEE

20. Approve Minutes of the Finance/Audit Committee Meeting of May 3, 2016.


C. Poinsatte 22. FY2017 Budget Preview.

Consent Items for Consideration

M. Phemister 23. Approve execution of Contract No. 7006366, for Credit Card Payment Processing Gateway Services, with Payment Express USA LLC, of Los Angeles, California, in an amount not to exceed $81,000.00, for the initial one-year term of the Contract, with options to renew annually for one-year periods.

E. Rodriguez 24. Approve an increase to Legal Services Contract No. 8004258 with Munck Wilson Mandala in the amount of $50,000.00 for a new not to exceed amount of $198,750.00.

S. Shaffer 25. Approve authorization to enter into an Exclusive Software Marketing and Licensing Agreement with ACI-North America, for the purpose of licensing ACI-North America to market and sell a North American airport benchmarking application using DFW’s intellectual property.

26. Approve execution of Contract No. 8005076, for LocusLabs Location Platform Services, with LocusLabs, Inc., of San Francisco, California, in an amount not to exceed $140,000.00, for the initial two-year term of the Contract, with options to renew annually for additional one-year terms.

Action Items for Consideration

S. Shaffer 27. Approve execution of Contract No. 8005078, for Airport Data Pattern Analysis Services, with AT&T Corporation, of Dallas, Texas, in an amount not to exceed $600,012.00, for the three-year term of the Contract.

28. Approve ratification of an increase to Contract No. 7004046, Parking Control System, with SKIDATA, Inc., of Hillsborough, New Jersey, in an amount not to exceed $791,700.00, for a revised Contract amount not to exceed $25,858,722.16.
29. Approve execution of Contract No. 7006342, for Salesforce Enterprise License, with Carahsoft Technology Corporation, of Reston, Virginia, in an amount not to exceed $1,478,160.00, for the initial one-year term of the Contract, with options to renew for two additional one-year periods.

Discussion Items

T. Lee  

G. Spoon  
31. Purchase Orders/Contracts and Professional Services Contracts approved by Authorized Staff.
Dallas/Fort Worth International Airport
For the Seven Months Ended April 30, 2016 - Unaudited
## Key Performance Indicator Scorecard
For the Seven Months Ended April 30, 2016 – Unaudited

($ in millions)

<table>
<thead>
<tr>
<th>Key Performance Indicator</th>
<th>FY 2015 Actual YTD</th>
<th>FY 2016 Actual YTD</th>
<th>FY 2016 Budget YTD</th>
<th>FY '16 Actual Increase/(Decrease) vs. FY '16 Budget</th>
<th>Annual FY 2016 Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td>DFW CC Net Revenues</td>
<td>$61.6</td>
<td>$79.1</td>
<td>$59.6</td>
<td>$19.6 32.9%</td>
<td>$107.2</td>
</tr>
<tr>
<td>Airline Costs</td>
<td>$167.5</td>
<td>$174.1</td>
<td>$192.7</td>
<td>($18.6) (9.6%)</td>
<td>$354.0</td>
</tr>
<tr>
<td>Total Expenditure Budget</td>
<td>$398.0</td>
<td>$433.8</td>
<td>$441.3</td>
<td>($7.5) (1.7%)</td>
<td>$794.5</td>
</tr>
<tr>
<td>Total Passengers (Ms)</td>
<td>35.0</td>
<td>36.0</td>
<td>35.3</td>
<td>0.7 1.8%</td>
<td>64.4</td>
</tr>
<tr>
<td>Total Landed Weights (Bs)</td>
<td>23.1</td>
<td>23.7</td>
<td>23.8</td>
<td>(0.1) (0.5%)</td>
<td>41.7</td>
</tr>
</tbody>
</table>

**Results Status Bar**
- Green: Improved/Constant
- Yellow: Worse by 0-5%
- Red: Worse by >5%

---

2 Financial Report - Fiscal Year 2016
## DFW Cost Center
For the Seven Months Ended April 30, 2016 – Unaudited

<table>
<thead>
<tr>
<th>(in millions)</th>
<th>FY 2015 Actual YTD</th>
<th>FY 2016 Actual YTD</th>
<th>FY 2016 Budget YTD</th>
<th>FY ’16 Actual Increase/(Decrease) vs. FY ’16 Budget</th>
<th>Annual</th>
<th>FY 2016 Annual Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Revenues</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Parking</td>
<td>1</td>
<td>$73.7</td>
<td>$79.1</td>
<td>$78.4</td>
<td>0.7</td>
<td>0.9%</td>
</tr>
<tr>
<td>Concessions</td>
<td>2</td>
<td>39.3</td>
<td>39.9</td>
<td>38.8</td>
<td>1.0</td>
<td>2.7%</td>
</tr>
<tr>
<td>Rental Car</td>
<td></td>
<td>18.5</td>
<td>18.9</td>
<td>18.9</td>
<td>(0.0)</td>
<td>(0.1%)</td>
</tr>
<tr>
<td>Commercial Development</td>
<td>3</td>
<td>21.9</td>
<td>33.3</td>
<td>23.1</td>
<td>10.2</td>
<td>44.4%</td>
</tr>
<tr>
<td>Sub-total Revenue Mgmt</td>
<td></td>
<td>153.3</td>
<td>171.2</td>
<td>159.2</td>
<td>12.0</td>
<td>7.5%</td>
</tr>
<tr>
<td>Other Revenues</td>
<td>4</td>
<td>21.9</td>
<td>27.1</td>
<td>24.3</td>
<td>2.8</td>
<td>11.6%</td>
</tr>
<tr>
<td>Total Revenues</td>
<td></td>
<td>175.3</td>
<td>198.3</td>
<td>183.5</td>
<td>14.8</td>
<td>8.1%</td>
</tr>
<tr>
<td>DFW CC Expenditures</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Operating Expenditures</td>
<td></td>
<td>64.8</td>
<td>68.4</td>
<td>72.2</td>
<td>(3.9)</td>
<td>(5.3%)</td>
</tr>
<tr>
<td>Debt Service (net of PFCs &amp; CFCs)</td>
<td></td>
<td>24.4</td>
<td>26.9</td>
<td>27.1</td>
<td>(0.2)</td>
<td>(0.8%)</td>
</tr>
<tr>
<td>Total Expenditures</td>
<td></td>
<td>89.1</td>
<td>95.2</td>
<td>99.3</td>
<td>(4.1)</td>
<td>(4.1%)</td>
</tr>
<tr>
<td>Gross Margin - DFW Cost Center</td>
<td></td>
<td>86.1</td>
<td>103.0</td>
<td>84.2</td>
<td>18.9</td>
<td>22.4%</td>
</tr>
<tr>
<td>Less Transfers and Skylink</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>DFW Terminal Contribution</td>
<td></td>
<td>3.1</td>
<td>3.0</td>
<td>2.5</td>
<td>0.5</td>
<td>20.9%</td>
</tr>
<tr>
<td>Skylink Costs</td>
<td></td>
<td>21.4</td>
<td>20.9</td>
<td>22.1</td>
<td>(1.2)</td>
<td>(5.4%)</td>
</tr>
<tr>
<td>Net Revenues from DFW Cost Center</td>
<td></td>
<td>$61.6</td>
<td>$79.1</td>
<td>$59.6</td>
<td>$19.6</td>
<td>32.9%</td>
</tr>
</tbody>
</table>
### Airfield and Terminal Cost Centers
**For the Seven Months Ended April 30, 2016 – Unaudited**

<table>
<thead>
<tr>
<th></th>
<th>YTD Actual vs. Budget Comparison</th>
<th>Annual</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>FY 2015 Actual YTD</td>
<td>FY 2016 Actual YTD</td>
</tr>
<tr>
<td><strong>Revenues</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Landing Fees</td>
<td>$62.2</td>
<td>$59.6</td>
</tr>
<tr>
<td>Other Airfield</td>
<td>5.8</td>
<td>5.9</td>
</tr>
<tr>
<td>Transfer from DFW Cost Center</td>
<td>5</td>
<td>16.7</td>
</tr>
<tr>
<td><strong>Total Airfield Revenue</strong></td>
<td>84.7</td>
<td>88.6</td>
</tr>
<tr>
<td>Terminal Leases</td>
<td>97.7</td>
<td>114.5</td>
</tr>
<tr>
<td>FIS Fees</td>
<td>11.6</td>
<td>12.7</td>
</tr>
<tr>
<td>Turn Fees and Other Office Rents</td>
<td>8.4</td>
<td>11.6</td>
</tr>
<tr>
<td>Other Terminal</td>
<td>7</td>
<td>8.4</td>
</tr>
<tr>
<td><strong>Total Terminal Revenues</strong></td>
<td>129.4</td>
<td>149.7</td>
</tr>
<tr>
<td>Terminal Contributions</td>
<td>3.1</td>
<td>3.0</td>
</tr>
<tr>
<td>Joint Capital Transfer</td>
<td>7</td>
<td>4.7</td>
</tr>
<tr>
<td><strong>Total Transfers</strong></td>
<td>10.1</td>
<td>7.7</td>
</tr>
<tr>
<td><strong>Total Revenues</strong></td>
<td>224.2</td>
<td>246.0</td>
</tr>
<tr>
<td><strong>Expenditures</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Operating Expenditures</td>
<td>131.6</td>
<td>139.4</td>
</tr>
<tr>
<td>Debt Service (net of PFC’s &amp; CFC’s)</td>
<td>77.8</td>
<td>88.5</td>
</tr>
<tr>
<td><strong>Total Expenditures</strong></td>
<td>209.5</td>
<td>227.9</td>
</tr>
<tr>
<td><strong>Total Airfield /Terminal Net Income/(Loss)</strong></td>
<td>$14.7</td>
<td>$18.1</td>
</tr>
</tbody>
</table>
## Operating Fund – Total Expenditures
For the Seven Months Ended April 30, 2016 – Unaudited

### Operating Expenditures

<table>
<thead>
<tr>
<th></th>
<th>FY 2015 Actual</th>
<th>FY 2016 Actual</th>
<th>FY 2016 Budget</th>
<th>FY '16 Actual Increase/(Decrease)</th>
<th>FY 2016 Annual Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Salaries and Wages</strong></td>
<td>$71.1</td>
<td>$74.0</td>
<td>$75.7</td>
<td>($1.7)</td>
<td>(2.2%)</td>
</tr>
<tr>
<td><strong>Benefits</strong></td>
<td>35.9</td>
<td>35.7</td>
<td>36.5</td>
<td>(0.8)</td>
<td>(2.2%)</td>
</tr>
<tr>
<td><strong>Facility Maintenance Contracts</strong></td>
<td>30.1</td>
<td>32.6</td>
<td>32.0</td>
<td>0.5</td>
<td>1.7%</td>
</tr>
<tr>
<td><strong>Other Contract Services</strong></td>
<td>40.9</td>
<td>45.3</td>
<td>48.2</td>
<td>(3.0)</td>
<td>(6.2%)</td>
</tr>
<tr>
<td><strong>Utilities</strong></td>
<td>15.3</td>
<td>14.9</td>
<td>14.9</td>
<td>(0.0)</td>
<td>(0.3%)</td>
</tr>
<tr>
<td><strong>Equipment and Other Supplies</strong></td>
<td>8.8</td>
<td>8.2</td>
<td>8.6</td>
<td>(0.4)</td>
<td>(4.4%)</td>
</tr>
<tr>
<td><strong>Insurance</strong></td>
<td>3.0</td>
<td>2.8</td>
<td>3.1</td>
<td>(0.3)</td>
<td>(9.6%)</td>
</tr>
<tr>
<td><strong>Fuels</strong></td>
<td>2.3</td>
<td>1.1</td>
<td>2.6</td>
<td>(1.6)</td>
<td>(59.2%)</td>
</tr>
<tr>
<td><strong>General, Administrative, and Other</strong></td>
<td>3.0</td>
<td>3.4</td>
<td>3.6</td>
<td>(0.2)</td>
<td>(6.8%)</td>
</tr>
<tr>
<td><strong>Change in Operating Reserves</strong></td>
<td>4.0</td>
<td>7.4</td>
<td>7.4</td>
<td>(0.0)</td>
<td>(0.0%)</td>
</tr>
<tr>
<td><strong>Total Operating Expenditures</strong></td>
<td>214.5</td>
<td>225.3</td>
<td>232.7</td>
<td>(7.4)</td>
<td>(3.2%)</td>
</tr>
</tbody>
</table>

### Total Debt Service

|                           | 183.5          | 208.5          | 208.6          | (0.1)                           | (0.0%)                |

### Total 102 Fund Expenditures

|                           | $398.0         | $433.8         | $441.3         | ($7.5)                          | (1.7%)                |

DFW

Financial Report - Fiscal Year 2016
# Notes to the Statement of Revenues and Expenses

## For the Seven Months Ended April 30, 2016

<table>
<thead>
<tr>
<th>Category</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Parking</strong></td>
<td>Parking revenue was $79.1 million, $0.7 million (0.9%) higher than budget primarily due to higher revenues from Express and Drop Off/Meeter Greeter.</td>
</tr>
<tr>
<td><strong>Concessions</strong></td>
<td>Concessions revenues were $39.9 million, $1.0 million (2.7%) higher than budget primarily due to higher than expected sales and higher percent rent in Food &amp; Beverage and Retail, partially offset by lower advertising/sponsorships.</td>
</tr>
<tr>
<td><strong>Commercial Development</strong></td>
<td>Commercial Development revenues were $33.3 million, $10.2 million (44.4%) higher than budget primarily due to ground lease proceeds received for AA's new headquarter facility.</td>
</tr>
<tr>
<td><strong>Other Revenues</strong></td>
<td>Other revenues were $27.1 million, $2.8 million (11.6%) higher than budget primarily due to ground transportation (Uber/Lyft) revenues not included in the budget, partially offset by lower revenues from taxis and limos.</td>
</tr>
<tr>
<td><strong>Transfer from DFW Cost Center</strong></td>
<td>Transfer from DFW Cost Center revenues were $23.1 million, $4.3 million (22.8%) higher than budget primarily due to a one-time AA Headquarters lease payment.</td>
</tr>
<tr>
<td><strong>Turn Fees &amp; Other Office Rent</strong></td>
<td>Turn Fees &amp; Other Office Rents were $13.3 million, $1.0 million (6.8%) lower than budget primarily due to lower turn fees related to Emirates using smaller aircraft, Spirit leasing an additional gate, JAL delayed start, cancelled Lufthansa flights during strike and holidays, and reduced service beginning in January, Viva Aerobus delayed service at DFW, and Envoy using leased gates at Terminal B.</td>
</tr>
<tr>
<td><strong>Other Terminal Revenues</strong></td>
<td>Other Terminal revenues were $9.2 million, $0.9 million (11.0%) higher than budget primarily due to TSA rents and concessions O &amp; M reimbursables.</td>
</tr>
<tr>
<td><strong>Salaries and Wages</strong></td>
<td>Salaries and wages were $74.0 million, $1.7 million (2.2%) lower than budget primarily due to vacant position savings.</td>
</tr>
<tr>
<td><strong>Benefits</strong></td>
<td>Benefits were $35.7 million, $0.8 million (2.2%) lower than budget primarily due to 401a and 457 retirement plan contributions and vacant position savings.</td>
</tr>
<tr>
<td><strong>Other Contract Services</strong></td>
<td>Other Contract Services were $45.3 million, $3.0 million (6.2%) lower than budget primarily due to savings in deicing, computer contracts, consulting, busing, hardstand operations and outside legal partially offset by increases in Skycap and contract labor.</td>
</tr>
<tr>
<td><strong>Fuels</strong></td>
<td>Fuel expenses were $1.1 million, $1.6 million (59.2%) lower than budget primarily due to a 2015 fuel credit and lower rates and consumption for diesel and CNG fuels.</td>
</tr>
</tbody>
</table>


Finance/ Audit

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

Date | Committee | Subject | Resolution #
--- | --- | --- | ---
06/02/2016 | Finance/Audit | Credit Card Payment Processing Gateway Services | 

**Action**
That the Chief Executive Officer or designee be authorized to execute Contract No. 7006366, for Credit Card Payment Processing Gateway Services, with Payment Express USA LLC, of Los Angeles, California, in an amount not to exceed $81,000.00, for the initial one-year term of the Contract, with options to renew annually for one-year periods.

**Description**
- Award a Contract for credit card payment processing gateway services for the Airport's Treasury Management Department

**Justification**
- The Payment Card Industry (PCI) mandates that all merchants must convert to Europay, MasterCard and Visa (EMV) card processing or be liable for all fraud committed through their company.
- This Contract will ensure compliance with PCI and EMV card processing standards.
- This Contract will provide Credit Card Payment Processing Gateway Services that will securely transmit encrypted credit card transactions from the Airport's Parking Control System (PCS) to the Airport's Credit Card Processor (Chase Paymentech).
- These gateway services work with the PCS "chip and pin" upgrades being installed at Parking Control Plazas.

**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**
- Start Date: June 2016
- Contract Term: One year, with annual 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>7006366</td>
<td>NTE</td>
<td></td>
<td>$81,000.00</td>
<td>$0</td>
</tr>
</tbody>
</table>

**For Information contact**
- Michael Phemister
  - 3-5447
- Shannon Hamilton
  - 3-5620

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>0102</td>
<td></td>
<td></td>
<td>$81,000.00</td>
</tr>
</tbody>
</table>
Additional Information

- This Contract is exempt from competitive bidding, in accordance with Local Government Code 252.022, as this software and support is available from only one source. While other companies perform similar services, Payment Express USA LLC, is the only gateway service provider that is certified for contact chip payments with Chase Paymentech.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee is hereby authorized to execute Contract No. 7006366, for Credit Card Payment Processing Gateway Services, with Payment Express USA LLC, of Los Angeles, California, in an amount not to exceed $81,000.00, for the initial one-year term of the Contract, with options to renew annually for one-year periods.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
May 19, 2016 2:22 pm

Approved as to Funding by
Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
May 19, 2016 4:51 pm

Approved as to M/WBE by
Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 19, 2016 1:05 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
May 18, 2016 2:27 pm

Chief Executive Officer
Date

Pending
Date: 06/02/2016  
Committee: Finance/Audit  
Subject: Increase to Legal Services Contract No. 8004258 with the firm of Munck Wilson Mandala.

Resolution #

Action  
That the Chief Executive Officer or designee be authorized to increase Legal Services Contract No. 8004258 with Munck Wilson Mandala in the amount of $50,000.00 for a new not to exceed amount of $198,750.00.

Description

- This action would increase the Board's contract for legal services in connection with intellectual property matters.

Justification

- On October 26, 2011, under the authority of the Chief Executive Officer, the Board entered into a contract with the firm of Munck Wilson Mandala (formerly Munck Carter, LLP) to provide legal services in connection with intellectual property rights matters. Such matters include, but are not limited to, the patent application for interactive interface for a touch screen, an end user licensing agreement, a patent application for the system and method for supporting training of airport firefighters and other personnel, and trademark work in connection with the Board's recent rebranding project.
- This action will increase the amount of the contract to fund continued legal services regarding such intellectual property matters when and as they arise.

D/S/M/WBE Information

- In accordance with the Board's historical M/WBE Program, no M/WBE goal was set for this Contract due to the nature of the procurement which does not lend itself to subcontracting opportunities.

<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>8004258</td>
<td></td>
<td></td>
<td>$50,000.00</td>
<td>$198,750.00</td>
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</table>

For Information contact
Elaine Rodriguez  
3-5487

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
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<tbody>
<tr>
<td>102</td>
<td></td>
<td></td>
<td>$50,000.00</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 increase Legal Services Contract No. 8004258 with Munck Wilson Mandala in the amount of $50,000.00 for a new not to exceed amount of $198,750.00

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
May 19, 2016 2:25 pm

Approved as to Funding by

Miyashita, Glenn
Assistant Vice President Capital Planning Finance
May 19, 2016 4:51 pm

Approved as to M/WBE by

Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 19, 2016 2:53 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head Legal
May 18, 2016 12:22 pm

Chief Executive Officer
Pending Date
Date 06/02/2016  Committee Finance/Audit  Subject Licensing of Airport Benchmarking Application

Action
That the Chief Executive Officer or designee be authorized to enter into an Exclusive Software Marketing and Licensing Agreement with ACI-North America, for the purpose of licensing ACI-North America to market and sell a North American airport benchmarking application using DFW's intellectual property.

Description
• Licensing agreement where DFW Airport and ACI-North America (ACI-NA) license a benchmarking application to North American airports. A license agreement is required before the application can be sold to other airports.
• Net revenues will be split 50/50 after DFW is reimbursed for agreed-upon cost.
• Net income to DFW is projected to be $50,000.

Justification
• Benchmarking data is provided by airports and aggregated by ACI-NA for use of Airports.
• DFW has developed a North American airport benchmarking application on its Business Intelligence platform that will utilize this data.
• DFW and ACI-NA are working together to license this application to North American Airports.
  • ACI-NA will be responsible for providing the data, marketing, sales and accounting
  • DFW will be responsible for application maintenance and customer service

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 (Licensing Agreement).

<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>$0</td>
<td>$0</td>
<td></td>
<td>$0</td>
<td>$0</td>
</tr>
</tbody>
</table>

For Information contact
Stephen Shaffer
3-5877
BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to enter into an Exclusive Software Marketing and Licensing Agreement with ACI-North America, for the purpose of licensing ACI-North America to market and sell a North American airport benchmarking application using DFW's intellectual property.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
May 19, 2016 2:27 pm

Approved as to Funding by

Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
May 19, 2016 4:52 pm

Approved as to M/WBE by

Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 19, 2016 1:07 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Information Technology Svcs
May 18, 2016 3:57 pm

Pending

Chief Executive Officer

Date
**Date**
06/02/2016

**Committee**
Finance/Audit

**Subject**
LocusLabs Location Platform Services

**Resolution #**

---

**Action**
That the Chief Executive Officer or designee be authorized to execute Contract No. 8005076, for LocusLabs Location Platform Services, with LocusLabs, Inc., of San Francisco, California, in an amount not to exceed $140,000.00, for the initial two-year term of the Contract, with options to renew annually for additional one-year terms.

---

**Description**
- Award a Contract for the LocusSDK Platform, an indoor location and map platform for digital devices for the Airport's Information Technology Services (ITS) Department.

---

**Justification**
- This Contract will provide phone mapping capabilities which derive accurate distances between objects and points of interest in the terminals.
- Customers will be able to access these points of interest based on name, product and services which give real time distance to their gate or destination.
- The indoor mapping technology will integrate into the mobile application both iOS and Android devices.

---

**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**
- Start Date: June 2016
- Contract Term: Two years, with annual 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>8005076</td>
<td>NTE</td>
<td>$140,000.00</td>
<td>$0</td>
<td>$0</td>
</tr>
</tbody>
</table>

---

For Information contact
- Stephen Shaffer 3-5877
- Matina Garrett 3-5611

---

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>0102</td>
<td></td>
<td></td>
<td>$140,000.00</td>
</tr>
</tbody>
</table>
Additional Information

- This Contract is exempt from competitive bidding, in accordance with Local Government Code 252.022, as this software and support is available from only one source.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 8005076, for LocusLabs Location Platform Services, with LocusLabs, Inc., of San Francisco, California, in an amount not to exceed $140,000.00, for the initial two-year term of the Contract, with options to renew annually for additional one-year terms.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
May 19, 2016 2:28 pm

Approved as to Funding by

Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
May 19, 2016 4:52 pm

Approved as to M/WBE by

Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 19, 2016 1:07 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Information Technology Svcs
May 18, 2016 3:57 pm

Chief Executive Officer

Pending

Date
Finance/ Audit

Action
Action
That the Chief Executive Officer or designee be authorized to execute Contract No. 8005078, for Airport Data Pattern Analysis Services, with AT&T Corporation, of Dallas, Texas, in an amount not to exceed $600,012.00, for the three-year term of the Contract.

Description
- Award a Contract for Airport Data Pattern Analysis Services for the Airport's Information Technology Services Department.

Justification
- This Contract will provide data from the existing AT&T managed Wi-Fi network, in real time, to address the Airport's requirement for enhanced information on movement patterns within the Airport.
- Obtaining data patterns for the Airport will provide Staff with insight into aggregated and anonymous movement patterns at the Airport; this data can be used to determine:
  ♦ Where people are and how many there are per hour, day and week.
  ♦ How long people take to get through TSA security checkpoints.
  ♦ What the traffic flows are through the terminals.
- Analytic data and reports will be provided to the Airport by a web-based dashboard.

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 (DIR).

Schedule/Term
- Start Date: June 2016
- 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>8005078</td>
<td>NTE</td>
<td></td>
<td>NTE $600,012.00</td>
<td>$0</td>
</tr>
</tbody>
</table>

For Information contact
Stephen Shaffer
3-5877
Ron Duncan
3-5613

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>102</td>
<td></td>
<td></td>
<td>$600,012.00</td>
</tr>
</tbody>
</table>
Additional Information

- This Contract is being recommended for award through the Texas Department of Information Resources (DIR) Contract No. DIR-SDD-2258, which is available to local government entities and which was approved by the Board by Resolution No. 1997-01-24, dated January 9, 1997.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 8005078, for Airport Data Pattern Analysis Services, with AT&T Corporation, of Dallas, Texas, in an amount not to exceed $600,012.00, for the three year term of the Contract.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
May 19, 2016 2:30 pm

Approved as to Funding by

Miyashita, Glenn
Assistant Vice President Capital Planning
Finance
May 19, 2016 4:53 pm

Approved as to M/WBE by

Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 19, 2016 1:08 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Information Technology Svcs
May 18, 2016 3:57 pm

Chief Executive Officer

Pending

Date
Action
That the Chief Executive Officer or designee be authorized to ratify an increase to Contract No. 7004046, Parking Control System, with SKIDATA, Inc., of Hillsborough, New Jersey, in an amount not to exceed $791,700.00, for a revised Contract amount not to exceed $25,858,722.16.

Description

- Ratify a modification to increase the Contract to replace the existing Parking Control System (PCS) Transaction Columns with new Transaction Columns that integrate Chip enabled Credit Card Processing, Near Field Communications (NFC, such as Apple Pay), and Bar Code Readers.

Justification

- This action prevents the need to retrofit existing Transaction Columns in order to implement the three new components (Europay MasterCard Visa, Near Field Communications, and Barcode).
- The new Transaction Column accommodates all three components and provides an intuitive interface for the customer.
- This action will streamline installation time and reduce lane downtime.

D/S/M/WBE Information

- In accordance with the Board's historical M/WBE Program, the M/WBE goal for this Contract is 20%.
- Skidata, Inc. had committed to achieving 28.1% M/WBE participation during the Phase I System Implementation stage and achieved 33%. No M/WBE goal is applicable to this Action amount.

Schedule/Term

- Implementation - Sixteen to Twenty weeks after notice to proceed.
- Warranty - 12 months (includes first year hardware/software maintenance).

<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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<tbody>
<tr>
<td>7004046</td>
<td>NTE</td>
<td></td>
<td>NTE $791,700.00</td>
<td>$0</td>
</tr>
</tbody>
</table>

For Information contact

Stephen Shaffer
3-5877
Bill Ellis
3-5676

Fund
DFW Capital Acct

Project #
26197-05

External Funding Source
Amount
DFW Capital Acct
$791,700.00
**Additional Information**

- On January 7, 2010, by Resolution No. 2010-01-014, the Board approved the award of Contract 7004046, for Purchase and Installation of a Parking Control System, with SKIDATA, Inc.

---

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

That the Chief Executive Officer or designee be authorized to ratify an increase to Contract No. 7004046, Parking Control System, with SKIDATA, Inc., of Hillsborough, New Jersey, in an amount not to exceed $791,700.00, for a revised Contract amount not to exceed $25,858,722.16.

**Approved as to Form by**

Rodriguez, Elaine  
Legal Counsel  
May 19, 2016 2:31 pm

**Approved as to Funding by**

Palacios, Abel  
AVP Business Financial Planning  
Finance  
May 19, 2016 4:51 pm

**Approved as to M/WBE by**

Lee, Tamela  
Vice President Business Diversity and Development  
Business Diversity and Development  
May 19, 2016 1:10 pm

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**SIGNATURE REQUIRED FOR APPROVAL**

**Approved by**

Department Head  
Information Technology Svcs  
May 18, 2016 3:57 pm

Pending

Chief Executive Officer  
Date

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**Additional Attachments: Y**
This Action Requires Prior Concurrence of Three Board Members

Memo for File

Reference: Parking Control System – ENB Project
Transaction Column Change Order

Contract Number: 7004046

Project Description:

Change Order to replace the existing Parking Control System (PCS) Transaction Columns with new Transaction Columns that integrate Chip enabled Credit Card processing, Near Field Communications (NFC, such as Apple Pay), and Bar Code Readers. This modification also deletes the project requirement for handheld credit card terminals and modification of the pay-on-foot terminals. This change order:
- Eliminates retrofitting of existing columns
- Eliminates externally mounted readers
- Refreshes aging technology
- Improves customer interface and experience

Total Change Order Amount: $753,734.00.

The following Board Members were contacted by the undersigned and they concurred in proceeding with the action referenced above.

<table>
<thead>
<tr>
<th>Board Members Contacted</th>
<th>Date Contacted</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Regina Montoya</td>
<td>May 3, 2016</td>
</tr>
<tr>
<td>2. Sam Coats</td>
<td></td>
</tr>
<tr>
<td>3. Bill Meadows</td>
<td></td>
</tr>
<tr>
<td>4. Curtis Ranson</td>
<td></td>
</tr>
<tr>
<td>5. Henry Barbolla</td>
<td></td>
</tr>
</tbody>
</table>

Signature: [Signature]

Printed name: CHRIS POUCHETTE

Date: May 3, 2016
Date | Committee | Subject | Resolution #
--- | --- | --- | ---
06/02/2016 | Finance/Audit | Salesforce.com Enterprise License |

**Action**

That the Chief Executive Officer or designee be authorized to execute Contract No. 7006342, for Salesforce Enterprise License, with Carahsoft Technology Corporation, of Reston, Virginia, in an amount not to exceed $1,478,160.00, for the initial one-year term of the Contract, with options to renew for two additional one-year periods.

**Description**

- Award a Contract for Salesforce Enterprise Licenses for the Airport's Information Technology Services Department.

**Justification**

- This is a replacement of an existing contract with an increase in capacity to support the growth in demand from departments already using the Salesforce enterprise software (such as Global Strategy and Development) as well as introduce the product into other departments (i.e. Concessions, Parking, Terminal Management, etc.)
- The use of Salesforce will support new projects and initiatives requested by departments, acting as an alternative to enhancing or creating new custom software, and will support the depreciation of multiple software titles from the information technology services inventory, thus reducing software maintenance and support costs.
- The license cost reflects a negotiated additional 30% off the Texas Department of Information Resources (DIR) list price.

**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 (DIR).

**Schedule/Term**

- Start Date: June 2016
- Contract Term: One year, 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>7006342</td>
<td>NTE</td>
<td>$1,478,160.00</td>
<td>$0</td>
<td></td>
</tr>
</tbody>
</table>

**For Information contact**

- Stephen Shaffer: 3-5877
- Sonji Killyon: 3-5648

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>0102</td>
<td></td>
<td></td>
<td>$1,478,160.00</td>
</tr>
</tbody>
</table>
**Additional Information**

- This Contract is being recommended for award through the Texas Department of Information Resources (DIR) Contract No. DIR-TSO-3149, which is available to local government entities and which was approved by the Board by Resolution No. 1997-01-24, dated January 9, 1997.

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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 Contract No. 7006342, for Salesforce Enterprise License, with Carahsoft Technology Corporation, of Reston, Virginia, in an amount not to exceed $1,478,160.00, for the initial one-year term of the Contract, with options to renew for two additional one-year periods.

**Approved as to Form by**

Rodriguez, Elaine  
Legal Counsel  
May 20, 2016 12:30 pm

**Approved as to Funding by**

Underwood, Max  
Vice President Finance  
Finance  
May 20, 2016 1:47 pm

**Approved as to M/WBE by**

Lee, Tamela  
Vice President Business Diversity and Development  
Business Diversity and Development  
May 20, 2016 10:34 am

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**SIGNATURE REQUIRED FOR APPROVAL**

**Approved by**

[Signature]  
Department Head  
Information Technology Svcs  
May 19, 2016 4:35 pm

Pending  
Chief Executive Officer  
Date
Finance/ Audit

Discussion
Item For Discussion
Report to the Airport Board all Contracts and Purchase Orders valued between $25,000.00 and $50,000.00 and Contract/Purchase Order Increases/Decreases valued between $25,000.00 and $50,000.00, for the month of April 2016.

Description

• Attached is a list of all Contracts and Purchase Orders valued between $25,000.00 and $50,000.00 and Contract/Purchase Order Increases/Decreases valued between $25,000.00 and $50,000.00, which were approved by Board Staff under delegated authority during the month of April 2016.
# PURCHASE ORDERS BETWEEN $25,000.00 AND $50,000.00 (APRIL 2016)

<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>Cooksey Communications Inc.(^{1})</td>
<td>271880</td>
<td>Professional Writing Services and Graphic Design</td>
<td>Corporate Communications</td>
<td>NTE $25,000.00</td>
</tr>
<tr>
<td>Irving, Texas</td>
<td></td>
<td>• Requisition No. 255925</td>
<td></td>
<td>Paid to Date: $0.00</td>
</tr>
<tr>
<td>Fit Supply LLC</td>
<td>271590</td>
<td>Fitness Equipment</td>
<td>Parking Business Unit</td>
<td>$34,530.00</td>
</tr>
<tr>
<td>Grand Prairie, Texas</td>
<td></td>
<td>• Requisition No. 255633</td>
<td></td>
<td>Paid to Date: $0.00</td>
</tr>
<tr>
<td>Hyatt Regency DFW</td>
<td>271954</td>
<td>Women’s Conference Venue</td>
<td>Human Resources</td>
<td>NTE $45,510.68</td>
</tr>
<tr>
<td>DFW Airport, Texas</td>
<td></td>
<td>• Requisition No. 256017</td>
<td></td>
<td>Paid to Date: $45,510.68</td>
</tr>
<tr>
<td>Star Waste Reduction Equipment</td>
<td>271342</td>
<td>Storage Units</td>
<td>Energy, Transportation and Asset Management</td>
<td>$49,650.00</td>
</tr>
<tr>
<td>Dublin, Texas</td>
<td></td>
<td>• Requisition No. 255740</td>
<td></td>
<td>Paid to Date: $0.00</td>
</tr>
<tr>
<td>Transcore Holdings, Inc.</td>
<td>271509</td>
<td>Radio Frequency Identification Sticker Tags</td>
<td>Parking Business Unit</td>
<td>$25,065.00</td>
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<tr>
<td>Harrisburg, Pennsylvania</td>
<td></td>
<td>• Requisition No. 255415</td>
<td></td>
<td>Paid to Date: $0.00</td>
</tr>
</tbody>
</table>

**TOTAL** $179,755.68

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\(^{1}\) SBE-Certified with Texas Department of Transportation and NCTRCA, State of Texas HUB Certified
## NON-PROFESSIONAL SERVICES CONTRACTS BETWEEN $25,000.00 AND $50,000.00 (APRIL 2016)

<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>Capital Lease Group LTD</td>
<td>7006338</td>
<td>Vehicle Lease: Passenger Bus</td>
<td>Operations</td>
<td>NTE $43,676.84</td>
</tr>
<tr>
<td>Brockton, Massachusetts</td>
<td></td>
<td></td>
<td></td>
<td>Paid to Date: $4,208.84</td>
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</table>

**TOTAL** $43,676.84
<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>PSA Constructors, Inc.(^{\text{N1}}) Dallas, Texas</td>
<td>8005061</td>
<td>Environmental Project Management Services</td>
<td>Environmental Affairs</td>
<td>NTE $31,248.00</td>
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<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Paid to Date: $0.00</td>
</tr>
<tr>
<td>TOTAL</td>
<td></td>
<td></td>
<td></td>
<td>$31,248.00</td>
</tr>
</tbody>
</table>

\(^{\text{N1}}\) SBE-Certified with NCTRCA, State of Texas HUB Certified
<table>
<thead>
<tr>
<th>VENDOR/LOCATION</th>
<th>PO/CONTRACT NO.</th>
<th>DESCRIPTION</th>
<th>DEPARTMENT</th>
<th>CONTRACT DATA</th>
</tr>
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<tbody>
<tr>
<td>White &amp; Wiggins, LLP</td>
<td>8004936</td>
<td>Legal Services: Vizant v. DFW Airport Litigation</td>
<td>Legal</td>
<td>Contract Value: $98,750.00</td>
</tr>
<tr>
<td></td>
<td></td>
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<td>This Action: $48,750.00</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Revised Contract Value: $147,500.00</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Paid to Date: $91,451.82</td>
</tr>
</tbody>
</table>

**TOTAL** $48,750.00
AGENDA
CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE
Tuesday, May 31, 2016
1:40 p.m.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE


Action Items for Consideration

M. Butt 33. Approve execution of Contract No. 7005367, for Terminal D Custodial Services, with UBM Enterprise, Inc., of Dallas, Texas, in an amount not to exceed $675,000.00 for a revised contract amount not to exceed $18,268,761.47 and extend the term of the Contract by 45 calendar days.

Z. Campbell 34. Approve the revision of the ownership entity and award an additional location for Cousin’s Bar-B-Q in Terminal B.

Discussion Item

Z. Campbell 35. Permits Issued by Concessions.
Concessions/ Commercial Development

Action
Date 06/02/2016
Committee Concessions/Commercial Development
Subject Terminal D Custodial Services
Resolution #

**Action**
That the Chief Executive Officer or designee be authorized to increase Contract No. 7005367, for Terminal D Custodial Services, with UBM Enterprise, Inc., of Dallas, Texas, in an amount not to exceed $675,000.00 for a revised contract amount not to exceed $18,268,761.47 and extend the term of the Contract 45 calendar days.

**Description**

- Increase the Contract for Custodial Services for the Airport's Customer Experience Department to provide custodial services for Terminal D.

**Justification**

- This contract increase/extension will allow time to complete this contract and transition to the new cleaning standard.

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

- In accordance with the Board's historical M/WBE Program, the M/WBE goal for this Contract is 25%.
- UBM Enterprise, Inc. committed to achieving 25.2% M/WBE subcontracting participating and is currently achieving 25.7%.
- UBM Enterprise, Inc. is a certified Minority Business Enterprise (PF-C); therefore, their self-performance will be counted towards the Board's overall M/WBE Program goals.

**Schedule/Term**
The current contract completion date is June 3, 2016. This action will extend the contract 45 calendar days.

**Contract #** 7005367
**Agreement #**
**Purchase Order #**
**Action Amount** $675,000.00
**Revised Amount** $18,268,761.47

**For Information contact**
Mazhar Butt
3-4011
Bill Ellis
3-5676

**Fund** 0102
**Project #**

**External Funding Source**
**Amount** $675,000.00
On March 3, 2011, by Resolution No. 2011-03-065, the Board awarded Contract No. 7005367, for Terminal D Custodial Services, to UBM Enterprises, Inc. of Dallas, Texas.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to increase Contract No. 7005367, for Terminal D Custodial Services, with UBM Enterprise, Inc., of Dallas, Texas, in an amount not to exceed $675,000.00 for a revised contract amount not to exceed $18,268,761.47 and extend the term of the Contract 45 calendar days.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
May 23, 2016 9:18 am

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
May 21, 2016 6:50 am

Approved as to M/WBE by
Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
May 20, 2016 6:02 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Customer Service
May 20, 2016 5:13 pm

Pending
Chief Executive Officer
Date
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION

Date
06/02/2016

Committee
Concessions/Commercial Development

Subject
Revise Ownership Entity and award additional location for Concession Lease with Cousin's BBQ Airport, LLC.

Resolution #

Action
That the Chief Executive Officer or designee be authorized to revise the ownership entity and award an additional location for Cousin's Bar-B-Q in Terminal B.

Description
- It is desired to award another location to Cousin's BBQ Airport, LLC to operate a total of two (2) Cousin's Bar-B-Q locations in Terminal B.
- Fort Worth-based Cousin's Restaurant has received recognition from multiple industry and media outlets, including Good Morning America, D Magazine and Fort Worth Magazine.
- The additional location will be located at space B-2-115D-A01 in Terminal B, Gate 43.
- Resolution No. 2012-07-245 awarded one (1) location at space B-2-041D-A01 in Terminal B, Gate 12.
- The lease term for each location is seven (7) years.

Justification
- Resolution No. 2012-07-245 awarded space in Terminal B for a Cousin's Bar-B-Q location.
- A new Joint Venture, Cousin's BBQ Airport, LLC, has been formed.
- This action is based on the Concessions Policy, 2.2.1 (F) Direct Negotiation.

D/S/M/WBE Information
- In accordance with the Board's ACDBE Program, the ACDBE goal is 35% and the M/WBE goal for design and construction is 30%.
- Cousin's BBQ Airport, LLC is comprised of Cousin's Bar-B-Q, LLC (65%) and PhaseNext Hospitality, LLC (ACDBE: BF-C, 35%).
- The joint venture is committed to 30% M/WBE participation in the design and construction of the lease space.

Schedule/Term
Terminal B43 Location (space ID# B-2-115D-A01)
- Minimum Annual Guarantee (MAG): $236,551
- Percentage Rent: Fifteen Percent (15%) on Food, Twenty Percent (20%) on Alcohol, and Twenty Percent (20%) on Allowances.
- Term: Seven (7) years.

For Information contact
Zenola Campbell
3-4830

Fund
Project #
External Funding Source
Amount
$0

$0
BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to revise the ownership entity and award an additional location for Cousin's Bar-B-Q in Terminal B.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
May 23, 2016 9:24 am

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
May 23, 2016 9:38 am

Approved as to M/WBE by
Cruz-Sewell, Suzanne
AVP Business Diversity & Dev
Business Diversity and
Development
May 23, 2016 10:16 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
May 23, 2016 9:21 am

Chief Executive Officer
Date

Pending
Concessions/ Commercial Development
Discussion
<table>
<thead>
<tr>
<th>Meeting Date</th>
<th>Subject</th>
<th>Committee</th>
</tr>
</thead>
<tbody>
<tr>
<td>06/02/2016</td>
<td>Permits Issued by Concessions</td>
<td>Concessions/Commercial Development</td>
</tr>
</tbody>
</table>

**Item For Discussion**
Permits Issued by Concessions

- **The Classic Shine** was issued Permit Number 010044 to operate eight (8) free standing shoe shine and shoe repair locations within the Airport. Permittee shall pay ten percent (10%) of gross receipts for sales and services subject to a $27,000 Minimum Annual Guarantee ("MAG"). The term of this Permit is from May 1, 2016 - May 31, 2017.

- **JCDecaux** was issued Permit Number 010046 to design, develop, install, maintain and manage digital ad panels; tension fabric displays; framed banners; free charge stations; attended/unattended advertising displays; baggage claim advertising screens; within DFW's five (5) terminals and Consolidated Rental Car Center (RAC); Visitor Information Centers (VICs) that comprise hotel/motel, ground transportation, entertainment information boards; exterior advertising and sponsorship advertising programs. Permittee shall pay percent rent of seventy percent (70%) of gross receipts, subject to the Minimum Annual Guarantee (MAG), upon installation. The Board provides these privileges to the Permittee prior to the final execution of a long-term agreement.

- **The Guava Tree Truck** was issued Permit Number 010045 to perform mobile hot/cold truck catering services via mobile food truck to Board employees at the Airport Headquarters. The term of this Permit is for May 11, 2016.