AGENDA
RETIREMENT/INVESTMENT COMMITTEE MEETING
TUESDAY, OCTOBER 11, 2016
12:30 p.m.

RETIREMENT/INVESTMENT COMMITTEE

1. Approve Minutes of the Retirement/Investment Committee Meeting of August 30, 2016.

Discussion Item

2. South Texas Money Management Performance Presentation.
AGENDA
OPERATIONS COMMITTEE MEETING
TUESDAY, OCTOBER 11, 2016
12:45 p.m.

OPERATIONS COMMITTEE

3. Approve Minutes of the Operations Committee Meeting of August 30, 2016.

Consent Items for Consideration

R. Hodapp 4. Approve execution of three Purchase Orders for Vehicles: Purchase Order No. 272052, to Sam Pack’s Five Star Ford, of Carrollton, Texas, in the amount of $115,207.00; Purchase Order No. 272567, to Grapevine Dodge Chrysler Jeep, LLC, of Grapevine, Texas, in the amount of $40,672.00; Purchase Order No. 272568, to Caldwell Country Chevrolet, of Caldwell, Texas, in the amount of $67,434.00. Total of award: $223,313.00.

5. Approve execution of Contract No. 7006375 for Electrical Parts and Supplies, with Simba Industries, of Grapevine, Texas in the amount not to exceed $290,129.49 for the initial three year Contract term with options to renew for two additional one-year periods, subject to funding availability.

N. Smith 6. Approve execution of a Change Order No. 32 to Supplemental Agreement No. 10, Contract No. 8500271, Terminal Renewal and Improvement Program - Terminal B Design and Design Management Services, with DMJM/EJES Joint Venture, of Fort Worth, Texas, in an amount not to exceed $184,788.00.

Action Items for Consideration


8. Approve ratification of Change Order No. 5 to Contract No. 7005482, Terminal E Mechanical Electrical Plumbing Building/Structural and Ramp Service, with John Bean Technologies Corporation (JBT), of Ogden, Utah, in an amount not to exceed $730,000.00 for a revised amount not to exceed $18,813,790.19.

9. Approve execution of Purchase Order No. 272585, for Replacement Street Sweepers, with TYMCO, Inc., of Waco, Texas, in the amount not to exceed $443,915.00.
10. **Approve execution of Contract No. 7006408 for fuels, with Ricochet Fuel Distributors, Inc., of Euless, Texas, in an amount not to exceed $1,103,988.00, for the initial two year Contract term with options to renew for three additional one-year periods, subject to funding availability.**  

N. Smith

11. **Approve execution of Contract No. 9500589, Terminal B Lower Gate Electrification, with J.C. Commercial, Inc., of Lewisville, Texas, in an amount not to exceed $3,437,777.00.**

12. **Approve execution of Contract No. 9500541, Rehabilitate Airfield Pavements FY2015, with Gilbert May Inc., dba Phillips/May Corporation, of Dallas, Texas, in an amount not to exceed $19,212,666.00.**

13. **Approve execution of Contract No. 9500577, Aircraft Hardstand Ramp Expansion, with Austin Bridge & Road, LP, of Irving, Texas, in an amount not to exceed $40,588,831.00.**

**Terminal Renewal and Improvement Program Action Items for Consideration**

N. Smith

14. **Approve execution of a Contract Modification to Supplemental Agreement No. 11, Contract No. 8500271, Terminal Renewal and Improvement Program-Terminal E Design and Design Management, with DMJM/EJES Joint Venture, of Fort Worth, Texas, in an amount not to exceed $999,997.00.**

**Discussion Items**

N. Smith

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

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

Consent
Date | Committee | Subject | Resolution #
--- | --- | --- | ---
10/13/2016 | Operations | Vehicles | ---

**Action**
That the Chief Executive Officer or designee be authorized to execute three Purchase Orders for Vehicles: Purchase Order No. 272052, to Sam Pack's Five Star Ford, of Carrollton, Texas, in the amount of $115,207.00; Purchase Order No. 272567, to Grapevine Dodge Chrysler Jeep, LLC, of Grapevine, Texas, in the amount of $40,672.00; Purchase Order No. 272568, to Caldwell Country Chevrolet, of Caldwell, Texas, in the amount of $67,434.00. Total of award: $223,313.00.

**Description**
- Purchase eleven vehicles, six Sedans, two Mini-Vans, and three Pickup Trucks for the Airport's Parking Business Unit.

**Justification**
- The purchase of these vehicles will allow the Parking Business Unit to continue to achieve Operational Excellence by focusing on parking and airport operations.
- Vehicles selected have met the criteria established in the Airport's Fleet Vehicle Policy and Procedures.
- Two capital funding sources: $178.4K for PBU increased vehicles needs + $45K for 2 vehicles required as part of the Mobile License Plate Inventory System project.

**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: September 2016
- Delivery Date: January 2017

<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>272052</td>
<td></td>
<td></td>
<td>$115,207.00</td>
<td>$0</td>
</tr>
<tr>
<td>272567</td>
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<td>272568</td>
<td></td>
<td></td>
<td>$67,434.00</td>
<td>$0</td>
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**For Information contact**
Rusty Hodapp 3-3670

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
</tr>
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<tbody>
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<td>DFW Capital Acct</td>
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Additional Information

- Six (6) bids, none from a SBE firm, were received on or before the due date of August 2, 2016.

<table>
<thead>
<tr>
<th>Bidders</th>
<th>Bid Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Grapevine Dodge Chrysler Jeep LLC, Grapevine, Texas</td>
<td>$109,249.00</td>
</tr>
<tr>
<td>Silsbee Ford, Silsbee, Texas</td>
<td>$191,418.00</td>
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<tr>
<td>Caldwell Country Ford, Caldwell, Texas</td>
<td>$200,627.00</td>
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<tr>
<td>Sam Pack’s Five Star Ford, Carrollton, Texas</td>
<td>$229,207.00</td>
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<tr>
<td>Caldwell Country Chevrolet, Caldwell, Texas</td>
<td>$239,622.00</td>
</tr>
<tr>
<td>Vandergriff Chevrolet II LP, Arlington, Texas</td>
<td>$303,376.88</td>
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</tbody>
</table>

- Sam Pack’s Five Star Ford, of Carrollton, Texas, is the lowest responsive, responsible Bidder for the six Sedan Vehicles.
- Grapevine Dodge Chrysler Jeep, LLC, of Grapevine, Texas, is the lowest responsive, responsible Bidder for the two Mini-Van Vehicles.
- Caldwell Country Chevrolet, of Caldwell, Texas, is the lowest responsive, responsible Bidder for the three Pickup Trucks.

**Resolution #**

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

That the Chief Executive Officer or designee be authorized to execute three Purchase Orders for Vehicles: Purchase Order No. 272052, to Sam Pack's Five Star Ford, of Carrollton, Texas, in the amount of $115,207.00; Purchase Order No. 272567, to Grapevine Dodge Chrysler Jeep, LLC, of Grapevine, Texas, in the amount of $40,672.00; Purchase Order No. 272568, to Caldwell Country Chevrolet, of Caldwell, Texas, in the amount of $67,434.00. Total of award: $223,313.00.

**Approved as to Form by**
Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 1:34 pm

**Approved as to Funding by**
Underwood, Max
Vice President Finance
Finance
Sep 29, 2016 4:45 pm

**Approved as to M/WBE by**
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 10:48 am

**SIGNATURE REQUIRED FOR APPROVAL**

**Approved by**
Department Head
Energy & Transportation Mgmt
Sep 28, 2016 3:04 pm

Pending

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

<table>
<thead>
<tr>
<th>Date</th>
<th>Committee</th>
<th>Subject</th>
<th>Resolution #</th>
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</thead>
<tbody>
<tr>
<td>10/13/2016</td>
<td>Operations</td>
<td>Electrical Parts and Supplies</td>
<td></td>
</tr>
</tbody>
</table>

**Action**
That the Chief Executive Officer or designee be authorized to execute Contract No. 7006375 for Electrical Parts and Supplies, with Simba Industries, of Grapevine, Texas in the amount not to exceed $290,129.49 for the initial three year Contract term with options to renew for two additional one-year periods, subject to funding availability.

**Description**
- Award a Contract for Electrical Parts and Supplies for the Airport's Energy, Transportation and Asset Management department and the Procurement and Materials Management Department in support for the Central Warehouse.

**Justification**
- This is a replacement contract for an existing contract that has been in place for three years.
- This contract is to provide parts and supplies for the Energy, Transportation, and Asset Management department and to stock the Central Warehouse. Both of which support the daily operations of the Airport.
- Electrical Parts and Supplies consist of connectors, wire, batteries, fuses, electrical terminals and other miscellaneous electrical supplies.

**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).
- Simba Industries 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: October 2016
- Contract Term: Three years, with two one-year options

<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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<td>7006375</td>
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<td></td>
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For Information contact
Rusty Hodapp
3-3670

<table>
<thead>
<tr>
<th>Fund</th>
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<td>0102</td>
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</table>
Additional Information

- Four (4) bids, one (1) from a SBE firm, were received and opened on August 30, 2016.

<table>
<thead>
<tr>
<th>Bidders</th>
<th>Bid Amount</th>
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<tr>
<td>Simba Industries, Grapevine, TX</td>
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<tr>
<td>WESCO Distribution, Irving, TX</td>
<td>$405,045.08</td>
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<td>Dealers Electrical Supply, Irving, TX</td>
<td>$456,574.44</td>
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<tr>
<td>Mayer Electric Supply, Lewisville, TX</td>
<td>$832,432.86</td>
</tr>
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</table>

Note:
1. SBE-Certified with Texas Department of Transportation

- Simba Industries, of Grapevine, Texas, is the lowest responsive, responsible Bidder.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 7006375 for Electrical Parts and Supplies, with Simba Industries, of Grapevine, Texas in the amount not to exceed $290,129.49 for the initial three year Contract term with options to renew for two additional one-year periods, subject to funding availability.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 1:35 pm

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
Sep 29, 2016 4:45 pm

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 1:57 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Energy & Transportation Mgmt
Sep 28, 2016 3:04 pm

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

Date 10/13/2016
Committee Operations
Subject TRIP - Terminal B Design and Design Management
Resolution #

Action
That the Chief Executive Officer or designee be authorized to execute a Change Order to Supplemental Agreement No. 10, Contract No. 8500271, Terminal Renewal and Improvement Program - Terminal B Design and Design Management Services, with DMJM/EJES Joint Venture, of Fort Worth, Texas, in an amount not to exceed $184,788.00.

Description
- This action is part of the Terminal Renewal and Improvement Program (TRIP)
- This action will provide for additional Design and Design Management Services to implement the replacement of the Terminal B B4 and B5 Bag Claim Units.
- The work includes, but is not limited to, the following:
  - Provide design for replacement of the B4 and B5 Bag Claim Units and associated inbound baggage handling conveyor system.
  - Provide design for building and infrastructure modifications to support the new inbound baggage system and bag claim units.

Justification
- This action will add design services needed to implement the replacement of outdated baggage system components and provide design services for modifications to the building systems to accommodate the new system.
- This additional scope is needed to develop the design and documentation to procure, construct and install the replacement system.
- The effective date of this action will be prior to the Board Action Date.

D/S/M/WBE Information
- In accordance with the Board’s MWBE Program, the MWBE goals for this Contract are 20% on the base and 35% aggregately for supplemental agreements.
- DMJM/EJES Joint Venture has committed to achieving 25% MWBE participation on the base and 40% aggregately for supplemental agreements. Actual MWBE commitments and achievements are reported on the attached MWBE status report.
- The estimated MWBE participation is 12.32% utilizing MEP Consulting Engineers, Inc. (WF-C: 3.77%), VAI Architects, Inc. (HM-C: 3.50%), Moye IT Consulting, LLC (WF-C: 5.05%) and EJES, Inc. (BM-C), the MWBE JV partner, will self-perform 2.52% for a total MWBE participation of 14.84%.

Schedule/Term
The contract completion date of October 31, 2017 will not be affected by this action.

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
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<td>SA10</td>
<td></td>
<td>NTE $184,788.00</td>
<td>NTE $42,708,404.85</td>
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For Information contact
Nate Smith
3-1891

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<td>Joint Capital Acct</td>
<td>27006-03</td>
<td></td>
<td>$184,788.00</td>
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</table>
### Additional Information

- In February 2011, the Board approved Resolution No. 2011-02-033 to provide for 35% Design documents.
- In April 2011, the Board approved Resolution No. 2011-04-094 to provide for Design Development and Construction Support Services (CSS) for the Terminal B Hot Water/Chilled Water loop.
- In May 2011, the Board approved Resolution No. 2011-05-129 to advance schematic design for the Terminal B Baggage Handling System.
- In July 2011, the Board approved Resolution No. 2011-07-196 to advance 35% to 100% Design documents for Terminal Building and corresponding Section C Parking Garage.
- In September 2011, the Board approved Resolution No. 2011-09-263 to advance 35% design for Terminal B Phase 2 and 3 to 100% design level and to provide CSS for Baggage Handling System Re-gating and AA IT Fiber Backbone.
- In December 2011, the Board approved Resolution No. 2011-12-351 to advance expansion of third floor electrical rooms in Terminal B and development of temporary storage space in Terminal D scope of work to 100% construction drawings.
- In April 2012, the Board approved Resolution No. 2012-04-106 to provide additional design services to support Phase 1 Construction.
- In June 2012, the Board approved Resolution No. 2012-06-183 to provide CSS for Phase 1, Phase 1 enabling projects, Baggage Handling System and additional design services to remove and replace the existing glazing at Terminal B.
- In September 2012, the Board approved Resolution No. 2012-09-305 to provide additional design services for Terminal B, Phases 1-3.
- In December 2012, the Board approved Resolution No. 2012-12-408 for additional design services due to changes in tenant operations.
- In February 2013, the Board approved Resolution No. 2013-02-048 for additional design services due to changes in tenant operations.
- In October 2013, the Board approved Resolution No. 2013-10-284 for Phase 2 CSS, Phase 2 and 3 IFR modifications, and completion of Phase 1 CSS.
- In November 2013, the Board approved Resolution No. 2013-11-308 for Phase 2 and 3 design services due to identified revisions to Phase 2 construction.
- In August 2014, the Board approved Resolution No. 2014-08-183 for Phase 2 CSS and Phase 2 BHS CSS.
- In September 2015, the Board approved Resolution No. 2015-09-176 to extend Construction Support Services for Phase 2 and CSS for Phase 3 to include Baggage Handling System.
- In December 2015, the Board approved Resolution No. 2015-12-254 to provide additional design services for Terminal B, Phases 3.
- In September 2016, the Board approved Resolution No. 2016-09-203 to provide design services for Bag Room Expansion.

**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 Supplemental Agreement No. 10, Contract No. 8500271, Terminal Renewal and Improvement Program - Terminal B Design and Design Management Services, with DMJM/EJES Joint Venture, of Fort Worth, Texas, in an amount not to exceed $184,788.00.

**Approved as to Form by**

Rodriguez, Elaine  
Legal Counsel  
Sep 29, 2016 1:42 pm

**Approved as to Funding by**

Underwood, Max  
Vice President Finance  
Finance  
Sep 28, 2016 5:21 pm

**Approved as to M/WBE by**

Burks Lee, Tamela  
Vice President Business Diversity and Development  
Business Diversity and Development  
Sep 29, 2016 8:57 am

**SIGNATURE REQUIRED FOR APPROVAL**

Approved by  
Department Head  
Sep 28, 2016 4:46 pm

Pending

Chief Executive Officer  
Date
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<thead>
<tr>
<th>Category</th>
<th>Contract Number</th>
<th>% Commit</th>
<th>% Achieve</th>
<th>Total MWBE $</th>
<th>Total Paid To Date</th>
<th>Contract Progress</th>
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<td>56.60%</td>
<td>66.70%</td>
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<td>$39,526.33</td>
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Cumulative Activity Period thru 9/20/16
# PROFESSIONAL SERVICES CONTRACT STATUS

**Terminal B Design and Design Management**

**DMJ/EJS Joint Venture**

## CONTRACT NUMBER

<table>
<thead>
<tr>
<th>NUMBER</th>
<th>PROJECT TITLE</th>
<th>CONSULTANT</th>
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<table>
<thead>
<tr>
<th>ORIGINAL CONTRACT AMOUNT</th>
<th>CHANGE ORDERS INCREASE OR (DECREASE) TO DATE</th>
<th>PRESENT CONTRACT AMOUNT (including executed change orders):</th>
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</thead>
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<tr>
<td>$7,835,989.30</td>
<td>$34,635,652.83</td>
<td>$42,271,642.13</td>
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## CONTRACT EXECUTION DATE (NTP):

14-Feb-11

## DAYS EXTENDED:

2,241

## ORIGINAL CONTRACT EXPIRATION DATE:

12-Sep-11

## CURRENT CONTRACT EXPIRATION DATE:

31-Oct-17

---

### SUMMARY OF EXECUTED CONTRACT CHANGE ORDERS

<table>
<thead>
<tr>
<th>C.O. NUMBER</th>
<th>DESCRIPTION</th>
<th>AMOUNT</th>
<th>DAYS EXT.</th>
<th>DATE EXECUTED</th>
<th>APPROVED BY</th>
</tr>
</thead>
<tbody>
<tr>
<td>01</td>
<td>Hot Water/Chilled Water Loop Design</td>
<td>$800,000.00</td>
<td>337</td>
<td>4/27/2011</td>
<td>2011-04-094</td>
</tr>
<tr>
<td>02</td>
<td>100% Design for Terminal B Baggage Handling System</td>
<td>$1,302,199.88</td>
<td>0</td>
<td>7/29/2011</td>
<td>2011-05-129</td>
</tr>
<tr>
<td>03</td>
<td>Provide design services to advance the 35% design for Terminal B Phase 1 to 100% construction documents.</td>
<td>$5,901,533.84</td>
<td>0</td>
<td>8/2/2011</td>
<td>2011-07-196</td>
</tr>
<tr>
<td>04</td>
<td>Revise Professional Rate Schedule</td>
<td>$</td>
<td>0</td>
<td>8/31/2011</td>
<td>STAFF</td>
</tr>
<tr>
<td>05</td>
<td>Advance the 35% design for Terminal B Phase 2 and 3 to a 100% design level for both the terminal building and corresponding section A and B parking garages.</td>
<td>$7,371,347.93</td>
<td>101</td>
<td>11/11/2011</td>
<td>2011-09-263</td>
</tr>
<tr>
<td>06</td>
<td>Revise Professional Rate Schedule in the guidelines for Cost &amp; Pricing Data.</td>
<td>$</td>
<td>0</td>
<td>11/17/2011</td>
<td>STAFF</td>
</tr>
<tr>
<td>07</td>
<td>Provide final construction documents for the expansion of the third floor electrical rooms and temporary Ambassador storage at Terminal D.</td>
<td>$101,142.00</td>
<td>0</td>
<td>12/8/2011</td>
<td>2011-12-351</td>
</tr>
<tr>
<td>08</td>
<td>Add Alliance Geotechnical Group &amp; Sr. Designer (BHS)</td>
<td>$</td>
<td>0</td>
<td>1/13/2012</td>
<td>Staff</td>
</tr>
<tr>
<td>09</td>
<td>Enabling &amp; CSS Support</td>
<td>$115,354.70</td>
<td>0</td>
<td>4/16/2012</td>
<td>2012-04-106</td>
</tr>
<tr>
<td>10</td>
<td>Support for TSA Testing</td>
<td>$11,701.01</td>
<td>0</td>
<td>5/3/2012</td>
<td>Staff</td>
</tr>
<tr>
<td>11</td>
<td>CSS for Phase I and Phase I enabling and BHS and Glazing</td>
<td>$2,172,172.29</td>
<td>770</td>
<td>8/6/2012</td>
<td>2012-06-183</td>
</tr>
<tr>
<td>12</td>
<td>Terminal B Request for Equitable Adjustment</td>
<td>$4,450,483.99</td>
<td>0</td>
<td>10/29/2012</td>
<td>2012-09-305</td>
</tr>
<tr>
<td>13</td>
<td>Revise Professional Rate Schedule</td>
<td>$</td>
<td>0</td>
<td>12/3/2012</td>
<td>Staff</td>
</tr>
<tr>
<td>14</td>
<td>Interior Finishes Modifications</td>
<td>$305,837.68</td>
<td>0</td>
<td>1/10/2013</td>
<td>2012-12-048</td>
</tr>
<tr>
<td>15</td>
<td>Amenities and Interior Finishes</td>
<td>$462,317.31</td>
<td>0</td>
<td>3/8/2013</td>
<td>2013-02-048</td>
</tr>
<tr>
<td>16</td>
<td>Add JCP Consulting</td>
<td>$</td>
<td>0</td>
<td>5/3/2013</td>
<td>Staff</td>
</tr>
<tr>
<td>17</td>
<td>Add revised rates for Corgan and Ross and Barruzini</td>
<td>$</td>
<td>0</td>
<td>5/15/2013</td>
<td>Staff</td>
</tr>
<tr>
<td>18</td>
<td>Revise rates to include Manning Architects</td>
<td>$</td>
<td>0</td>
<td>8/27/2013</td>
<td>Staff</td>
</tr>
<tr>
<td>19</td>
<td>Phase 2 CSS and Phase 2 and 3 IFI Design</td>
<td>$2,849,450.67</td>
<td>0</td>
<td>10/11/2013</td>
<td>2013-10-284</td>
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<tr>
<td>21</td>
<td>Addition of language for IDIQ delivery orders</td>
<td>$</td>
<td>0</td>
<td>3/10/2014</td>
<td>Staff</td>
</tr>
<tr>
<td>20</td>
<td>Phase 2 A &amp; 3 Design Services</td>
<td>$999,466.37</td>
<td>0</td>
<td>2/5/2014</td>
<td>2013-11-308</td>
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<tr>
<td>22</td>
<td>Phase 2 CSS &amp; BHS</td>
<td>$3,503,588.00</td>
<td>302</td>
<td>9/12/2014</td>
<td>Staff</td>
</tr>
<tr>
<td>23</td>
<td>Revise Attachment C - pricing data</td>
<td>$</td>
<td>0</td>
<td>12/23/2013</td>
<td>Staff</td>
</tr>
<tr>
<td>24</td>
<td>Revise Attachment C - Add sub-consultant</td>
<td>$</td>
<td>0</td>
<td>Cancelled</td>
<td>Staff</td>
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<tr>
<td>25</td>
<td>CSS for Phase 3 work</td>
<td>$3,989,057.16</td>
<td>731</td>
<td>9/13/2015</td>
<td>2015-06-176</td>
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<tr>
<td>26</td>
<td>Additional funding IDSA work</td>
<td>$800,000.00</td>
<td>0</td>
<td>12/16/2013</td>
<td>2015-12-254</td>
</tr>
<tr>
<td>27</td>
<td>Update OHPD</td>
<td>$</td>
<td>0</td>
<td>4/11/2016</td>
<td>Staff</td>
</tr>
</tbody>
</table>

## TOTAL EXECUTED CONTRACT CHANGE ORDERS

$34,635,652.83 2,241

### SUMMARY OF PENDING CONTRACT CHANGE ORDERS

** DOES NOT INCLUDE "THIS ACTION"

<table>
<thead>
<tr>
<th>C.O. NUMBER</th>
<th>DESCRIPTION</th>
<th>AMOUNT</th>
<th>DAYS EXT.</th>
</tr>
</thead>
<tbody>
<tr>
<td>32</td>
<td>TRIP Terminal B B4 &amp; B5 Baggage Claim Unit Replacement</td>
<td>$184,787.04</td>
<td>0</td>
</tr>
</tbody>
</table>

## TOTAL CHANGE ORDERS (Executed, This Action & Pending):

$35,072,415.55

**PROJECTED CONTRACT AMOUNT:**

$42,708,404.85

**PROJECTED CONTRACT EXPIRATION DATE:**

31-Oct-17
<table>
<thead>
<tr>
<th>Date</th>
<th>Committee</th>
<th>Subject</th>
<th>Resolution #</th>
</tr>
</thead>
<tbody>
<tr>
<td>10/13/2016</td>
<td>Operations</td>
<td>Enterprise Mechanical Electrical Plumbing Structural and Ramp Maintenance Program</td>
<td></td>
</tr>
</tbody>
</table>

**Action**
That the Board delegate authority to the Chief Executive Officer or Designee to issue solicitations for Enterprise Mechanical Electrical Plumbing Structural and Ramp Maintenance Program for Terminals B, D and E using the Request for Competitive Sealed Proposal method as defined by state statute.

**Description**
- Delegate to Airport Staff the authority to issue solicitations for Enterprise Mechanical Electrical Plumbing Structural and Ramp Maintenance Program for Terminals B, D and E using the Request for Competitive Sealed Proposal (RFCSP) method, as defined by statute.

**Justification**
- Local Government Code 252 permits use of a Competitive Sealed Proposal procedure for the purchase of goods or services as authorized by the municipality. Under Local Government Code 252.021(c), if a governing body is considering using a method other than competitive sealed bidding, it must determine before notice is given the method for purchase that provides the best value. The governing body may delegate its authority under this statutory subsection to a designated representative. This action would authorize the Chief Executive Officer or Designee the delegated authority to choose the method of procurement that meets the Board's best interests for the solicitation of Enterprise Mechanical Electrical Plumbing Structural and Ramp Maintenance services for the Terminals.
- An RFCSP method of procurement is preferred based on the performance requirements and challenges presented by the complexity and variety of the systems in each terminal.
- An enterprise program will allow efficiencies due to the similar nature of the maintenance requirements from terminal to terminal.

**D/S/M/WBE Information**
- The appropriate SBE goal will be established by BDDD prior to solicitation.

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

**For Information contact**
Rusty Hodapp
3-3670

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

That the Board delegate authority to the Chief Executive Officer or Designee to issue solicitations for Enterprise Mechanical Electrical Plumbing Structural and Ramp Maintenance Program for Terminals B, D and E using the Request for Competitive Sealed Proposal method as defined by state statute.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 1:43 pm

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
Sep 29, 2016 4:46 pm

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 1:57 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Energy & Transportation Mgmt
Sep 28, 2016 3:04 pm

Pending

Chief Executive Officer
Date
This Action Requires Prior Concurrence of Three Board Members

Memo for File

Reference: Enterprise Mechanical, Electrical, Plumbing, Structural and Ramp Maintenance Program

Contract Number: N/A

Project Description: This action will authorize Board staff the authority to issue solicitations for Enterprise Mechanical, Electrical, Plumbing, Structural and Ramp Maintenance Program for Terminals B, D and E using the Request for Competitive Sealed Proposal (RFCSP) method as defined by statute. Consolidating MEPSR services for all three terminals will allow operational and economic efficiencies due to the similar nature of maintenance requirements from terminal to terminal. The larger contract scope should induce additional market entrants to compete for this work (current and historical bidder pool is limited). The RFCSP solicitation will support implementation of a performance based contract similar in nature to the existing contract for Skylink maintenance and in-process solicitation for Enterprise Baggage Handling System Program. A separate consolidation of maintenance services for terminal parking garage structures along with DART and future TexRail stations will unify similar services for these facilities. This pooling action is necessitated by the adjusted schedule for the October 2016 Board Meeting. Timely solicitation is necessary to permit transition from the current MEPSR contract in Terminal B which expires on February 28, 2017.

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

<table>
<thead>
<tr>
<th>Board Member Contacted</th>
<th>Date Contacted</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Sam Cato</td>
<td>9-28-16 2:35 PM</td>
</tr>
<tr>
<td>2. William Meadows</td>
<td>9-28-16 5:01 PM</td>
</tr>
<tr>
<td>3. Ernest Washington</td>
<td>9-29-16 1:00 PM</td>
</tr>
</tbody>
</table>

Signature: [Signature]

Printed name: [Printed Name]

Date: 9-29-16
Date: 10/13/2016
Committee: Operations
Subject: Terminal E Mechanical Electrical Plumbing Building/Structural and Ramp Services (MEPSR)
Resolution #

**Action**
That the Airport Board ratifies Change Order No. 5 to Contract No. 7005482, Terminal E Mechanical Electrical Plumbing Building/Structural and Ramp Service, with John Bean Technologies Corporation (JBT), of Ogden, Utah, in an amount not to exceed $730,000.00 for a revised amount not to exceed $18,813,790.19.

**Description**
- Ratify a modification to increase the contract to provide emergency maintenance for Terminal B Passenger Boarding Bridges on a month to month basis up to 6 months.

**Justification**
- Due to recurring service issues with the current maintenance service provider, which are impacting Airline operations, there is an urgency to engage other maintenance support, for the passenger boarding bridges in Terminal B.
- This action will allow DFW Airport staff to take immediate action to engage JBT to provide this maintenance support service on an emergency basis.
- JBT has agreed to provide 12 certified passenger boarding bridge technicians.
- This modification agreement will end and be replaced by the new Terminal B Maintenance Service Contract, projected to be awarded in early 2017.

**D/S/M/WBE Information**
- In accordance with the Board's historical M/WBE Program, the M/WBE goal for this contract is 35%.
- John Bean Technologies Corporation committed to achieving 38.2% M/WBE participation and is currently achieving 42.71%.
- John Bean Technologies Corporation has committed to achieving 12% M/WBE participation on this specific Board action utilizing Dennis Electric, (WF-C).

**Schedule/Term**
- Current completion date of April 16, 2017, is not affected by this action.

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>7005482</td>
<td>NTE</td>
<td></td>
<td>NTE $730,000.00</td>
<td>$18,813,790.19</td>
</tr>
</tbody>
</table>

**For Information contact**
- Rusty Hodapp
- 3-3670

**Fund** 0102  **Project #**  **External Funding Source**  **Amount**
- Fund
- Project #
- External Funding Source
- Amount $730,000.00
On May 3, 2016, By Resolution No. 2012-05-149, the Board approved the award of Contract 7005482, for Terminal E Mechanical Electrical Plumbing Building/Structural and Ramp Service, with John Bean Technologies Corporation.

Additional Information

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Airport Board ratifies Change Order No. 5 to Contract No. 7005482, Terminal E Mechanical Electrical Plumbing Building/Structural and Ramp Service, with John Bean Technologies Corporation, of Ogden, Utah, in an amount not to exceed $730,000.00 for a revised amount not to exceed $18,813,790.19.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 1:44 pm

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
Sep 29, 2016 4:46 pm

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 1:57 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Energy & Transportation Mgmt
Sep 28, 2016 3:04 pm

Chief Executive Officer
Pending
Date
This Action Requires Prior Concurrence of Three Board Members

Memo for File

Reference: DFW Terminal B Passenger Board Bridge and Ancillary Equipment Maintenance

Contract Number: 7005482 (Terminal E Mechanical, Electrical, Plumbing and Ramp Services)

Project Description: This action will increase the amount and scope of Contract 7005482 to incorporate maintenance of Passenger Boarding Bridges (PBBs) and ancillary equipment in Terminal B. This action is being undertaken on an emergency basis to remedy an ongoing performance deficiency by the current Terminal B Mechanical, Electrical, Plumbing and Ramp Services contractor (ERMC under Contract 7005932) which has become untenable for the Board and the airline operating out of Terminal B. Inadequate maintenance and repair of PBB and ancillary equipment in the terminal is causing frequent and extended gate outages directly impacting airline operations through flight delays and cancellations, as well as negatively impacting the customer experience. This scope will be associated cost will be deducted from Contract 7005932. This action will provide sufficient service for Terminal E PBB equipment until Contract 7005932 is replaced by a new contract in the first quarter of calendar year 2017.

The amount of this Change Order will be not to exceed $729,180 for a term of 6 months.

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

<table>
<thead>
<tr>
<th>Board Member Contacted</th>
<th>Date Contacted</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. William Meadows</td>
<td>9/1/16</td>
</tr>
<tr>
<td>2. Sam Costa</td>
<td>9/1/16</td>
</tr>
<tr>
<td>3. Amie Rupani</td>
<td>9/1/16</td>
</tr>
<tr>
<td>4.</td>
<td></td>
</tr>
<tr>
<td>5.</td>
<td></td>
</tr>
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Signature: [Signature]

Printed name: Kumar Naia

Date: 9/1/16
<table>
<thead>
<tr>
<th>Date</th>
<th>Committee</th>
<th>Subject</th>
<th>Resolution #</th>
</tr>
</thead>
<tbody>
<tr>
<td>10/13/2016</td>
<td>Operations</td>
<td>Replacement Street Sweepers</td>
<td></td>
</tr>
</tbody>
</table>

**Action**

That the Chief Executive Officer or designee be authorized to execute Purchase Order No. 272585, for Replacement Street Sweepers, with TYMCO, Inc., of Waco, Texas, in the amount not to exceed $443,915.00.

**Description**

- Purchase three replacement Street Sweepers for the Airport’s Energy, Transportation and Asset Management Department.

**Justification**

- These Sweepers will be used to maintain airfield, public roadways, parking facilities and other areas of the Airport.
- Vehicles selected for replacement have met the criteria established in the Airport’s Fleet Vehicle Policy and Procedures (accumulated mileage, condition, life cycle costs, etc.) and are assessed for replacement by the Vehicle Maintenance Shops.
- Replaced vehicles will be declared surplus and sold at public auction.

**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: October 2016
- Delivery Date: January 2017

<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>272585</td>
<td>NTE</td>
<td>$443,915.00</td>
<td></td>
<td>$0</td>
</tr>
</tbody>
</table>

**For Information contact**

Rusty Hodapp
3-3670

<table>
<thead>
<tr>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>DFW Capital Acct</td>
<td>26436-01</td>
<td></td>
<td>$443,915.00</td>
</tr>
</tbody>
</table>
Additional Information

- This purchase 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.

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. 272585, for Replacement Street Sweepers, with TYMCO, Inc., of Waco, Texas, in the amount not to exceed $443,915.00.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 1:54 pm

Approved as to Funding by

Underwood, Max
Vice President Finance
Finance
Sep 29, 2016 4:47 pm

Approved as to M/WBE by

Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 1:58 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Energy & Transportation Mgmt
Sep 28, 2016 3:05 pm

Pending

Chief Executive Officer
Date
**Action**
That the Chief Executive Officer or designee be authorized to execute Contract No. 7006408 for fuels, with Ricochet Fuel Distributors, Inc., of Euless, Texas, in an amount not to exceed $1,103,988.00, for the initial two year Contract term with options to renew for three additional one-year periods, subject to funding availability.

**Description**
- Award a Contract for Fuels for the Airport's Energy, Transportation, and Asset Management Department in support of daily operations.

**Justification**
- This is a replacement Contract for an existing Contract that has been in place for three years.
- This contract is to supply fuel to support the daily operation of the Airport.
- This Contract will provide:
  - Unleaded gasoline
  - Diesel Fuel
  - E-III training fuel to the Airport's Fire Training Center
  - The activation of a temporary fueling site, if one is ever deemed necessary

**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).
- Ricochet Fuel Distributors, 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: October 2016
- Contract Term: 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>
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<tbody>
<tr>
<td>7006408</td>
<td>NTE</td>
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<td>$1,103,988.00</td>
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</tr>
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</table>

**For Information contact**
Rusty Hodapp
3-3670

<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>$1,103,988.00</td>
</tr>
</tbody>
</table>
Resolution #

Additional Information

- Five (5) bids, one (1) from SBE firm, were received and opened on September 9, 2016

<table>
<thead>
<tr>
<th>Bidders</th>
<th>Bid Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Truman Arnold Companies dba TAC Energy</td>
<td>$989,976.00</td>
</tr>
<tr>
<td>Dallas, Texas</td>
<td>(Partial Bid)</td>
</tr>
<tr>
<td>Petroleum Traders Corporation</td>
<td>$940,750.00</td>
</tr>
<tr>
<td>Fort Wayne, Indiana</td>
<td>(Partial Bid)</td>
</tr>
<tr>
<td>Ricochet Fuel Distributors, Inc.</td>
<td>$1,103,988.00</td>
</tr>
<tr>
<td>Euless, Texas</td>
<td></td>
</tr>
</tbody>
</table>

Note:
1. SBE-Certified with Women's Business Council - Southwest

- Two were deemed non-responsive due to the addendum not being included.
- Ricochet Fuel Distributors, Inc., of Euless, Texas, is the lowest responsive, responsible Bidder.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 7006408 for fuels, with Ricochet Fuel Distributors, Inc., of Euless, Texas, in an amount not to exceed $1,103,988.00, for the initial two year Contract term with options to renew for three additional one-year periods, subject to funding availability.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 1:55 pm

Approved as to Funding by

Underwood, Max
Vice President Finance
Finance
Sep 29, 2016 4:48 pm

Approved as to M/WBE by

Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 1:58 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Energy & Transportation Mgmt
Sep 28, 2016 3:05 pm

Chief Executive Officer
Pending
Date
Action
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500589, Terminal B Lower Gate Electrification, with J.C. Commercial, Inc., of Lewisville, Texas, in an amount not to exceed $3,437,777.00.

Description
- This action provides for the purchase and installation of high efficiency Pre-Condition Air Handling (PCA) and Ground Power Units (GPU).
- Work will include, but is not limited to:
  - Necessary PCA duct work for cooling aircraft
  - GPU cabling for aircraft electrification
  - Condensate Pumps.

Justification
- This action will provide electrification equipment at the gates to lower emissions from aircraft parked at the gates.
- This equipment will mitigate the need for aircraft to burn fuel through auxiliary power unit or diesel power portable units.
- This contract will be Grant funded by the Federal Aviation Administration (75% FAA reimbursement, 25% DFW Airport funded) for eligible expenditures.

D/S/M/WBE Information
- In accordance with the Board's DBE Program, the DBE goal for this contract is 22%.
- J.C. Commercial, Inc. has committed to achieving 22% DBE participation utilizing Kahn Air Conditioning & Heating Co. DBA Kahn Mechanical (WF-C).

Schedule/Term
Contract Duration: 300 calendar days

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>9500589</td>
<td></td>
<td></td>
<td>NTE $3,437,777.00</td>
<td>$0</td>
</tr>
</tbody>
</table>

For Information contact
Nate Smith
3-1891

Fund
Joint Capital Acct

Project #
26564-01

External Funding Source
FAA Grant-3-48-0064-115-2016

Amount
$3,437,777.00
This project was advertised in local newspapers on July 21, July 24/25, August 1 and August 7/8, 2016. A pre-bid conference was held on July 27, 2016. Two bids were received and opened on August 9, 2016. The bids were as follows:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Amount of Bid</th>
</tr>
</thead>
<tbody>
<tr>
<td>J.C. Commercial, Inc.</td>
<td>Lewisville, TX</td>
</tr>
<tr>
<td>Trinity TransCon, LLC.</td>
<td>Euless, TX</td>
</tr>
</tbody>
</table>

One firm picked up a set of plans, which was not a D/S/M/WBE firm.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500589, Terminal B Lower Gate Electrification, with J.C. Commercial, Inc., of Lewisville, Texas, in an amount not to exceed $3,437,777.00.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 1:56 pm

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
Sep 28, 2016 5:22 pm

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Sep 29, 2016 8:58 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Sep 28, 2016 4:47 pm

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

Date: 10/13/2016
Committee: Operations
Subject: Rehabilitate Airfield Pavement FY2015

Resolution #

Action
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500541, Rehabilitate Airfield Pavements FY2015, with Gilbert May Inc., dba Phillips/May Corporation, of Dallas, Texas, in an amount not to exceed $19,212,666.00.

Description

- This action provides for the rehabilitation of Runway 18R/36L and Taxiway F.
- Work includes, but is not limited to, removal and replacement of the following:
  - Concrete panels on the runway
  - Joint sealant on the runway
  - Widening asphalt taxiway shoulders
  - Taxiway edge light system using LED lights
  - Taxiway striping

Justification

- Some of the components of the airfield pavements infrastructure systems have reached the end of their useful life and are in need of repair or replacement.
- The project will provide rehabilitation effort to preserve and/or enhance airfield safety while conforming to FAR Part 139 requirements and FAA standards.
- Rehabilitate Airfield Pavements contracts are funded annually with FAA participation. Specific areas programmed for rehabilitation are derived from Energy, Transportation, and Asset Management's Ten year Pavement Rehabilitation Program, an annually updated outlook which identifies where airfield pavements useful life may be extended by rehabilitating elements of the pavement section.
- This contract will be Grant funded by the Federal Aviation Administration (75% FAA reimbursement, 25% DFW Airport funding) for eligible expenditures.

D/S/M/WBE Information

- In accordance with the Board's DBE Program, the DBE goal for this contract is 20%.
- Gilbert May Inc., dba Phillips/May Corporation has committed to achieving 23% DBE participation utilizing GNS Electric, Inc. (WF-C: 6.2%), Big D Concrete (WF-C: 13.8%), Clemons Trucking (BF-C: 0.9%), DECCA Paving (BM-C: 2.1%).

Schedule/Term

Contract Duration: 510 calendar days

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
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<tbody>
<tr>
<td>9500541</td>
<td></td>
<td></td>
<td>NTE $19,212,666.00</td>
<td>$0</td>
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</table>

For Information contact

<table>
<thead>
<tr>
<th>Nate Smith</th>
<th>Fund</th>
<th>Project #</th>
<th>External Funding Source</th>
<th>Amount</th>
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<tbody>
<tr>
<td>3-1891</td>
<td>DFW Capital Acct</td>
<td>26274-05</td>
<td>FAA Grant-3-48-0064-116-2016</td>
<td>$19,212,666.00</td>
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</table>
Additional Information

This project was advertised in local newspapers on July 17/18, July 24/25, July 31 and August 1, 2016. A pre-bid conference was held on July 25, 2016. Three bids were received and opened on August 17, 2016. The bids were as follows:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Amount of Bid w/Alternate One</th>
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</thead>
<tbody>
<tr>
<td>Gilbert May Inc., dba Phillips/May Corporation*</td>
<td>Dallas , TX $19,212,666.00</td>
</tr>
<tr>
<td>EAS Contracting, LP by EAS Contracting GP, LLC</td>
<td>Princeton, TX $21,579,138.00</td>
</tr>
<tr>
<td>Munilla Construction Management, LLC d/b/a MCM*</td>
<td>Irving, TX $24,880,234.96</td>
</tr>
</tbody>
</table>

Note: Minority/Women Owned Business Enterprises: *HM
Three firms picked up a set of plans, two of which were D/S/M/WBE firms.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500541, Rehabilitate Airfield Pavements FY2015, with Gilbert May Inc., dba Phillips/May Corporation, of Dallas, Texas, in an amount not to exceed $19,212,666.00.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 1:57 pm

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
Sep 28, 2016 5:22 pm

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 8:58 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Sep 28, 2016 4:50 pm

Chief Executive Officer
Pending
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>
<th>Resolution #</th>
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<tbody>
<tr>
<td>10/13/2016</td>
<td>Operations</td>
<td>Aircraft Hardstand Ramp Expansion</td>
<td></td>
</tr>
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</table>

**Action**
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500577, Aircraft Hardstand Ramp Expansion, with Austin Bridge & Road, LP, of Irving, Texas, in an amount not to exceed $40,588,831.00.

**Description**
- This action provides for the construction of the Aircraft Hardstand Ramp Expansion.
- Work includes, but is not limited to the following:
  - Demolition of a portion of the west side parking lot 4W
  - Installation of AOA barrier fence
  - Construction of storm water, deicing, and jet fuel hydrant infrastructure
  - Construction of the Aircraft Hardstand Ramp Expansion
  - Installation of overhead mast lighting

**Justification**
- The action will expand the current aircraft ramp space to allow additional aircraft parking positions needed to support the growth of air carriers.
- Construction of the hardstand ramp will increase airport capacity by providing new positions for aircraft that cannot be gated at a contact gate.
- This contract will be Grant funded by the Federal Aviation Administration (50% FAA reimbursement subject to potential incremental FAA funding) for eligible expenditures. DFW Airport will fund the remaining expenditures.

**D/S/M/WBE Information**
- In accordance with the Board's DBE Program, the DBE goal for this contract is 22%.
- Austin Bridge & Road, LP has committed to achieving 22% DBE participation utilizing Renaissance Contractors, Inc. (HF-C)

**Schedule/Term**
Contract Duration: 720 calendar days

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>9500577</td>
<td>NTE</td>
<td></td>
<td>NTE $40,588,831.00</td>
<td>$0</td>
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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>
<th>Amount</th>
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<tbody>
<tr>
<td>Joint Capital Acct</td>
<td>26502-01</td>
<td>FAA Grant-3-48-0064-114-2016</td>
<td>$40,588,831.00</td>
</tr>
</tbody>
</table>
Additional Information
This project was advertised in local newspapers on July 17/18, July 24/25, July 31 and August 1, 2016. A pre-bid conference was held on July 26, 2016. Four bids were received and opened on August 17, 2016. The bids were as follows:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Amount of Bid</th>
</tr>
</thead>
<tbody>
<tr>
<td>Austin Bridge &amp; Road, LP</td>
<td>Irving, TX $40,588,831.00</td>
</tr>
<tr>
<td>Webber LLC</td>
<td>The Woodlands, TX $44,944,000.00</td>
</tr>
<tr>
<td>Munilla Construction Management, LLC d/b/a MCM*</td>
<td>Irving, TX $47,768,640.93</td>
</tr>
<tr>
<td>Southwest Concrete Paving Co.</td>
<td>Phoenix, AZ $50,317,869.75</td>
</tr>
</tbody>
</table>

Note: Minority/Women Owned Business Enterprises: *HM

Five firms picked up a set of plans, none of which was a D/S/M/WBE firm.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500577, Aircraft Hardstand Ramp Expansion, with Austin Bridge & Road, LP, of Irving, Texas, in an amount not to exceed $40,588,831.00.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 1:58 pm

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
Sep 30, 2016 9:31 am

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 8:58 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Sep 28, 2016 4:50 pm

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

Date 10/13/2016
Committee Operations
Subject TRIP Terminal E Design and Design Management
Resolution #

Action
That the Chief Executive Officer or designee be authorized to execute a Contract Modification to Supplemental Agreement No. 11, Contract No. 8500271, Terminal Renewal and Improvement Program-Terminal E Design and Design Management, with DMJM/EJES Joint Venture, of Fort Worth, Texas, in an amount not to exceed $999,997.00.

Description
- This action is part of the Terminal Renewal and Improvement Program (TRIP).
- This action will provide for the additional Design and Design Management Services including but not limited to the following:
  - Provide contract capacity for additional Design and Design Management Services to implement requests for additional work requested by DFW Stakeholders.

Justification
- This action is necessary to provide Construction Support Services to support construction of Terminal E Phase 4.
- During completion of previous phases, unanticipated design changes were required. Providing additional contract capacity to address design changes in a timely manner will lessen the impact on construction.
- This action will allow for the design efforts associated with known and unknown items requested by Stakeholder, avoiding delays to the construction process.

D/S/M/WBE Information
- In accordance with the Board's MWBE Program, the MWBE goals for this Contract are 20% on the base and 35% aggregately for supplemental agreements.
- DMJM/EJES Joint Venture has committed to achieving 25% MWBE participation on the base and 40% aggregately for supplemental agreements. Actual MWBE commitments and achievements are reported on the attached MWBE status report.
- The estimated MWBE participation is 41.32% utilizing Campos Engineering (HM-C: 19.48%), VAI Architects, Inc. (HM-C: 7.56%), Manning Architecture, APAC (BM-C: 4.06%) Moye IT Consulting, LLC (WF-C: 10.22%) and EJES, Inc. (BM-C), the MWBE JV partner, will self-perform 6.96% for a total MWBE participation of 48.28%.

Schedule/Term
The contract completion date of September 5, 2017 will not be affected by this action.

Contract # Agreement # Purchase Order # Action Amount Revised Amount
8500271 SA11 NTE $999,997.00 $58,298,690.00

For Information contact
Nate Smith
3-1891

Fund Project # External Funding Source Amount
Joint Capital Fund Various $999,997.00
In March 2011, the Board approved Resolution No. 2011-03-075 providing for the 35% design documents for Terminal E.

In October 2011, the Board approved Resolution No. 2011-10-297 providing for advancing Design Development Documents for Terminal E to 45% design level.

In November 2011, the Board approved Resolution No. 2011-11-328 providing for advancing Design Documents to a 65% design level.

In January 2012, the Board approved Resolution No. 2012-01-011 providing for 100% Design documents for the renovation of Terminal E.

In March 2012, the Board approved Resolution No. 2012-03-071 for design of building modifications required to house the ONCOR service equipment for Terminal E.

In April 2012, the Board approved Resolution No. 2012-04-121 for the completion of design construction documents for Terminal E to include BHS.

In September 2012, the Board approved Resolution No. 2012-09-307 for Construction Support Services (CSS) for Terminal E, Phase 2.

In January 2013, the Board approved Resolution No. 2013-01-024 for a 12-month Baggage Handling System Technical Manager for Terminal E, Phase 2.

In February 2013, the Board approved Resolution No. 2013-02-051 for incremental design for terminal amenities, lower level operations, tenant terminal interface, waste container site design, and replacement of pre-conditioned air.

In January 2014, the Board approved Resolution No. 2014-01-010 for additional design and CSS for unanticipated required changes.

In May 2014, the Board approved Resolution No. 2014-05-108 for addition Design and Design Management Services to advance Phase 4 (Building Section A) Construction Documents to 100% Issued for Construction (IFC) condition.

In August 2014, the Board approved Resolution No. 2014-08-185 to provide design and design management services for unanticipated design changes.

In October 2014, the Board approved Resolution No. 2014-10-241 to provide design and design management services for Construction Support Services (CSS) for Terminal E, Phase 3.

In July 2015, the Board approved Resolution No. 2015-07-120 to provide design and design management services for unanticipated design changes.

In October 2015, the Board approved Resolution No. 2015-10-203 to provide design and design management services for unanticipated design changes.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute a Contract Modification to Supplemental Agreement No. 11, Contract No. 8500271, Terminal Renewal and Improvement Program-Terminal E Design and Design Management, with DMJM/EJES Joint Venture, of Fort Worth, Texas, in an amount not to exceed $999,997.00.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 2:03 pm

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
Sep 28, 2016 5:19 pm

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 8:58 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Sep 28, 2016 4:51 pm

Chief Executive Officer
Pending
Date
### PROFESSIONAL SERVICES CONTRACT STATUS

#### CONTRACT NUMBER
8500271

#### PROJECT TITLE
Terminal E Design and Design Management Services

#### CONSULTANT
DMJ/EIES Joint Venture

---

<table>
<thead>
<tr>
<th>C.O. NUMBER</th>
<th>DESCRIPTION</th>
<th>AMOUNT</th>
<th>DAYS EXT.</th>
<th>DATE EXECUTED</th>
<th>APPROVED BY STAFF/BOARD</th>
</tr>
</thead>
<tbody>
<tr>
<td>01</td>
<td>Replace the current Attachment B, Special Provisions. Replace the current Attachment C, Guidelines for Cost and Pricing Data, Professional Rate Schedule.</td>
<td>$ -</td>
<td>0</td>
<td>5/11/2011</td>
<td>STAFF</td>
</tr>
<tr>
<td>02</td>
<td>Time extension and revise Professional Rate Schedule.</td>
<td>$ -</td>
<td>60</td>
<td>10/4/2011</td>
<td>STAFF</td>
</tr>
<tr>
<td>03</td>
<td>Advances the Design Development documents for Terminal E to a 45% design level of Construction Documents and time extension.</td>
<td>$ -</td>
<td>44</td>
<td>10/20/2011</td>
<td>2011-10-297</td>
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<tr>
<td>04</td>
<td>Advances the Design Development documents for Terminal E to a 65% design level of Construction Documents and time extension.</td>
<td>$ 9,700,000.00</td>
<td>299</td>
<td>11/21/2011</td>
<td>2011-11-328</td>
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<tr>
<td>05</td>
<td>Advances the Design Development documents for Terminal E to a 100% design level of Construction Documents.</td>
<td>$ 9,884,419.89</td>
<td>0</td>
<td>2012-01-01</td>
<td></td>
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</tbody>
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#### SUMMARY OF EXECUTED CONTRACT CHANGE ORDERS

<table>
<thead>
<tr>
<th>C.O. NUMBER</th>
<th>DESCRIPTION</th>
<th>AMOUNT</th>
<th>DAYS EXT.</th>
<th>DATE EXECUTED</th>
<th>APPROVED BY STAFF/BOARD</th>
</tr>
</thead>
<tbody>
<tr>
<td>06</td>
<td>Revised GC&amp;PD</td>
<td>$ -</td>
<td>0</td>
<td>1/26/2012</td>
<td>STAFF</td>
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<tr>
<td>07</td>
<td>Incorporate building modifications for Oncor</td>
<td>$ 219,924.96</td>
<td>0</td>
<td>3/12/2012</td>
<td>2012-03-071</td>
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<tr>
<td>08</td>
<td>B/C Bagroom redesign &amp; Glazing</td>
<td>$ 892,175.33</td>
<td>0</td>
<td>4/18/2012</td>
<td>2012-04-121</td>
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<tr>
<td>09</td>
<td>Revise Professional Rate Schedule</td>
<td>$ -</td>
<td>0</td>
<td>7/12/2012</td>
<td>STAFF</td>
</tr>
<tr>
<td>10</td>
<td>Time Extension</td>
<td>$ 63</td>
<td>63</td>
<td>7/9/2012</td>
<td>STAFF</td>
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<tr>
<td>11</td>
<td>Phase 2 - CSS and Phase 2 BHS-CSS</td>
<td>$ 3,999,404.96</td>
<td>533</td>
<td>9/18/2012</td>
<td>2012-09-307</td>
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<tr>
<td>12</td>
<td>Revise Professional Rate Schedule</td>
<td>$ -</td>
<td>0</td>
<td>12/31/2012</td>
<td>STAFF</td>
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<tr>
<td>13</td>
<td>BHS Technical Manager</td>
<td>$ 523,570.42</td>
<td>0</td>
<td>2/28/2013</td>
<td>2013-01-024</td>
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<tr>
<td>14</td>
<td>Term E Amenities, Café 19, Perm Dumpster, Glycol Chiller and Infrastructure for IT room</td>
<td>$ 638,044.16</td>
<td>0</td>
<td>2/28/2013</td>
<td>2013-02-051</td>
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<td>15</td>
<td>Revised GC&amp;PD to add JDP Consulting</td>
<td>$ -</td>
<td>0</td>
<td>5/3/2013</td>
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<tr>
<td>16</td>
<td>Revised GC&amp;PD to add Corgan and Ross and Barruzi</td>
<td>$ -</td>
<td>0</td>
<td>5/9/2013</td>
<td>STAFF</td>
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<tr>
<td>17</td>
<td>Revised GC&amp;PD to add Manning Field Rates</td>
<td>$ -</td>
<td>0</td>
<td>8/27/2013</td>
<td>STAFF</td>
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<tr>
<td>18</td>
<td>Design Tasks &amp; Supplemental CSS for Phase 2</td>
<td>$ 6,499,852.50</td>
<td>245</td>
<td>1/30/2014</td>
<td>2014-01-010</td>
</tr>
<tr>
<td>19</td>
<td>Revise Special Provisions</td>
<td>$ -</td>
<td>0</td>
<td>2/7/2014</td>
<td>STAFF</td>
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<tr>
<td>20</td>
<td>Phase 4 Design</td>
<td>$ 2,779,812.88</td>
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<td>7/18/2014</td>
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<td>21</td>
<td>Process for IDIQ</td>
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<td>0</td>
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<td>22</td>
<td>Time Extension</td>
<td>$ -</td>
<td>105</td>
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<td>IDIQ</td>
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<td>8/27/2014</td>
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<td>Phase 3 CSS &amp; BHS Support</td>
<td>$ 6,280,421.12</td>
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<td>25</td>
<td>Additional IDSA funds</td>
<td>$ 499,998.36</td>
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<td>7/21/2015</td>
<td>2015-07-120</td>
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<td>26</td>
<td>Increase funds for CSS Phase 4, BHS Phase 4 &amp; IDSA funding</td>
<td>$ 6,444,987.00</td>
<td>554</td>
<td>10/27/2016</td>
<td>2015-10-203</td>
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<td>27</td>
<td>Revise GC&amp;PD - subconsultant rates</td>
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#### TOTAL EXECUTED CONTRACT CHANGE ORDERS

<table>
<thead>
<tr>
<th>THIS ACTION</th>
<th>AMOUNT</th>
<th>DAYS EXT.</th>
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<tbody>
<tr>
<td></td>
<td>$ 48,862,594.54</td>
<td>2,148</td>
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#### SUMMARY OF PENDING CONTRACT CHANGE ORDERS

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<th>C.O. NUMBER</th>
<th>DESCRIPTION</th>
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<th>DAYS EXT.</th>
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<td>29</td>
<td>Terminal E Design and Design Management (IDSA)</td>
<td>$ 999,997.00</td>
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#### TOTAL CHANGE ORDERS (Executed, This Action & Pending): 

<table>
<thead>
<tr>
<th>AMOUNT</th>
<th>DAYS EXT.</th>
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<tbody>
<tr>
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#### PROJECTED CONTRACT AMOUNT:

<table>
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<th>AMOUNT</th>
<th>DATE</th>
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</thead>
<tbody>
<tr>
<td>$ 58,286,690.00</td>
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### TOTAL EXECUTED CONTRACT CHANGE ORDERS

$ 48,862,594.54

### DAYS EXTENDED:

2,148

### TOTAL CHANGE ORDERS (Executed, This Action & Pending):

$ 48,862,591.54

### PROJECTED CONTRACT AMOUNT:

$ 58,286,690.00

### PROJECTED CONTRACT EXPIRATION DATE:

5-Sep-17

---

J:\05-Forms\D.F.W.\Status Report - Prof. Srvs. (ADD-280P)
Operations

Discussion
<table>
<thead>
<tr>
<th>Meeting Date</th>
<th>Subject</th>
<th>Committee</th>
</tr>
</thead>
<tbody>
<tr>
<td>10/13/2016</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.
CONTRACT ACTIONS APPROVED BY AUTHORIZED STAFF
August 1, 2016 through August 31, 2016
Professional Service New Contracts - $25,000 to $50,000
Change Orders - Increases/Decreases $25,000 to $50,000

October 13, 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 Professional Services.
None this reporting period for Construction Contracts.
AGENDA
FINANCE/AUDIT COMMITTEE MEETING
TUESDAY, OCTOBER 11, 2016
12:55 p.m.

FINANCE/AUDIT COMMITTEE

17. Approve Minutes of the Finance/Audit Committee Meeting of August 30, 2016.


R. Darby 19. FY 2016 External Audit Process

Consent Items for Consideration

M. Phemister 20. Approve authorization to accept any Federal and State Grants, offered during Fiscal Year 2017 and execute any required Grant Agreements.

E. Rodriguez 21. Approve authorization to increase Legal Services Contract No. 8004984 with the firm of Littler Mendelson, P.C. of Dallas, Texas, in an amount not to exceed $25,000.00 for a revised contract amount not to exceed $73,750.00.

22. Approve authorization to increase Legal Services Contract No. 8004990 with the firm of Brackett & Ellis, P.C. of Fort Worth, Texas, in an amount not to exceed $200,000.00, for a revised contract amount not to exceed $547,500.00.

S. Shaffer 23. Approve ratification to increase Contract No. 7004046, Parking Control System, with Skidata, Inc., of Hillsborough, New Jersey, in an amount not to exceed $162,200.00, for a revised contract amount not to exceed $25,229,222.16.


Action Items for Consideration

D. Magana 25. Approve execution of Contract No. 8005047, for Moderation and Project Management Services, with ModSquad, Inc., of Sacramento, California, in an amount not to exceed $289,880.00 for the initial one year term with options to renew for four additional one year periods, subject to funding availability.
S. Shaffer 26. **Approve increase to Contract No. 7005893, for Dell Hardware and Installation Services, with Premier LogiTech LLC, of Grand Prairie, Texas, in an amount not to exceed $750,000.00, for a revised contract amount not to exceed $3,750,000.00.**

**Discussion Items**


G. Spoon 28. **Purchase Orders/Contracts and Professional Services Contracts approved by Authorized Staff.**
Dallas/Fort Worth International Airport
For the Eleven Months Ended August 31, 2016 - Unaudited
## Key Performance Indicator Scorecard
For the Eleven Months Ended August 31, 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>$107.4</td>
<td>$129.2</td>
<td>$102.3</td>
<td>$26.9</td>
<td>26.3%</td>
</tr>
<tr>
<td>Airline Costs</td>
<td>$262.2</td>
<td>$284.4</td>
<td>$307.1</td>
<td>($22.6)</td>
<td>(7.4%)</td>
</tr>
<tr>
<td>Total Expenditure Budget</td>
<td>$643.1</td>
<td>$702.2</td>
<td>$708.0</td>
<td>($5.9)</td>
<td>(0.8%)</td>
</tr>
<tr>
<td>Total Passengers (Ms)</td>
<td>59.6</td>
<td>60.28</td>
<td>60.29</td>
<td>(0.01)</td>
<td>(0.02%)</td>
</tr>
<tr>
<td>Total Landed Weights (Bs)</td>
<td>37.4</td>
<td>38.23</td>
<td>38.28</td>
<td>(0.04)</td>
<td>(0.1%)</td>
</tr>
</tbody>
</table>

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

Financial Report - Fiscal Year 2016
DFW Cost Center
For the Eleven Months Ended August 31, 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 FY 2016 Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td>Revenues</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Parking</td>
<td>1 $123.6</td>
<td>$130.3</td>
<td>$130.9</td>
<td>($0.6)</td>
<td>(0.4%)</td>
</tr>
<tr>
<td>Concessions</td>
<td>2 62.9</td>
<td>67.0</td>
<td>65.2</td>
<td>1.9</td>
<td>2.8%</td>
</tr>
<tr>
<td>Rental Car</td>
<td>28.9</td>
<td>30.9</td>
<td>29.6</td>
<td>1.3</td>
<td>4.5%</td>
</tr>
<tr>
<td>Commercial Development</td>
<td>3 34.7</td>
<td>46.6</td>
<td>36.2</td>
<td>10.5</td>
<td>28.9%</td>
</tr>
<tr>
<td>Sub-total Revenue Mgmt</td>
<td>250.2</td>
<td>274.9</td>
<td>261.8</td>
<td>13.1</td>
<td>5.0%</td>
</tr>
<tr>
<td>Other Revenues</td>
<td>4 35.3</td>
<td>44.2</td>
<td>37.6</td>
<td>6.5</td>
<td>17.4%</td>
</tr>
<tr>
<td>Total Revenues</td>
<td>285.5</td>
<td>319.1</td>
<td>299.5</td>
<td>19.7</td>
<td>6.6%</td>
</tr>
<tr>
<td>DFW CC Expenditures</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Operating Expenditures</td>
<td>102.9</td>
<td>110.0</td>
<td>114.6</td>
<td>(4.6)</td>
<td>(4.0%)</td>
</tr>
<tr>
<td>Debt Service (net of PFCs &amp; CFCs)</td>
<td>37.0</td>
<td>42.2</td>
<td>43.5</td>
<td>(1.3)</td>
<td>(2.9%)</td>
</tr>
<tr>
<td>Total Expenditures</td>
<td>139.9</td>
<td>152.2</td>
<td>158.1</td>
<td>(5.9)</td>
<td>(3.7%)</td>
</tr>
<tr>
<td>Gross Margin - DFW Cost Center</td>
<td>145.6</td>
<td>166.9</td>
<td>141.4</td>
<td>25.5</td>
<td>18.1%</td>
</tr>
<tr>
<td>Less Transfers and Skylink</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>DFW Terminal Contribution</td>
<td>4.5</td>
<td>4.7</td>
<td>4.1</td>
<td>0.6</td>
<td>13.9%</td>
</tr>
<tr>
<td>Skylink Costs</td>
<td>33.7</td>
<td>33.0</td>
<td>34.9</td>
<td>(1.9)</td>
<td>(5.5%)</td>
</tr>
<tr>
<td>Net Revenues from DFW Cost Center</td>
<td>$107.4</td>
<td>$129.2</td>
<td>$102.3</td>
<td>$26.9</td>
<td>26.3%</td>
</tr>
</tbody>
</table>
### Airfield and Terminal Cost Centers

For the Eleven Months Ended August 31, 2016 – Unaudited

<table>
<thead>
<tr>
<th>(in millions)</th>
<th>FY 2015 Actual</th>
<th>FY 2016 YTD</th>
<th>FY 2016 Budget</th>
<th>FY '16 Actual Increase/(Decrease) vs. FY '16 Budget</th>
<th>FY 2016 Annual Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Landing Fees</strong></td>
<td>5 $96.0</td>
<td>$92.1</td>
<td>$97.9</td>
<td>($5.8)</td>
<td>(5.9%)</td>
</tr>
<tr>
<td><strong>Other Airfield</strong></td>
<td>6 9.8</td>
<td>9.7</td>
<td>9.6</td>
<td>0.1</td>
<td>1.0%</td>
</tr>
<tr>
<td><strong>Transfer from DFW Cost Center</strong></td>
<td>6 26.3</td>
<td>44.0</td>
<td>29.3</td>
<td>14.7</td>
<td>50.0%</td>
</tr>
<tr>
<td><strong>Total Airfield Revenue</strong></td>
<td>132.1</td>
<td>145.7</td>
<td>136.8</td>
<td>9.0</td>
<td>6.6%</td>
</tr>
<tr>
<td><strong>Terminal Leases</strong></td>
<td>151.5</td>
<td>179.6</td>
<td>180.1</td>
<td>(0.5)</td>
<td>(0.3%)</td>
</tr>
<tr>
<td><strong>FIS Fees</strong></td>
<td>7 20.0</td>
<td>22.1</td>
<td>20.7</td>
<td>1.4</td>
<td>6.7%</td>
</tr>
<tr>
<td><strong>Turn Fees and Other Office Rents</strong></td>
<td>8 19.3</td>
<td>22.3</td>
<td>23.6</td>
<td>(1.3)</td>
<td>(5.4%)</td>
</tr>
<tr>
<td><strong>Other Terminal</strong></td>
<td>9 14.5</td>
<td>15.5</td>
<td>13.1</td>
<td>2.4</td>
<td>18.5%</td>
</tr>
<tr>
<td><strong>Total Terminal Revenues</strong></td>
<td>205.4</td>
<td>239.5</td>
<td>237.5</td>
<td>2.1</td>
<td>0.9%</td>
</tr>
<tr>
<td><strong>Terminal Contributions</strong></td>
<td>4.5</td>
<td>4.7</td>
<td>4.1</td>
<td>0.6</td>
<td>13.9%</td>
</tr>
<tr>
<td><strong>Joint Capital Transfer</strong></td>
<td>11.0</td>
<td>7.3</td>
<td>7.3</td>
<td>(0.0)</td>
<td>(0.0%)</td>
</tr>
<tr>
<td><strong>Total Transfers</strong></td>
<td>15.5</td>
<td>12.0</td>
<td>11.5</td>
<td>0.6</td>
<td>5.0%</td>
</tr>
<tr>
<td><strong>Total Revenues</strong></td>
<td>352.9</td>
<td>397.3</td>
<td>385.7</td>
<td>11.6</td>
<td>3.0%</td>
</tr>
<tr>
<td><strong>Operating Expenditures</strong></td>
<td>215.4</td>
<td>226.8</td>
<td>226.2</td>
<td>0.6</td>
<td>0.3%</td>
</tr>
<tr>
<td><strong>Debt Service (net of PFC's &amp; CFC's)</strong></td>
<td>122.2</td>
<td>147.0</td>
<td>147.2</td>
<td>(0.2)</td>
<td>(0.1%)</td>
</tr>
<tr>
<td><strong>Total Expenditures</strong></td>
<td>337.7</td>
<td>373.8</td>
<td>373.4</td>
<td>0.4</td>
<td>0.1%</td>
</tr>
<tr>
<td><strong>Total Airfield /Terminal Net Income/(Loss)</strong></td>
<td><strong>$15.3</strong></td>
<td><strong>$23.5</strong></td>
<td><strong>$12.3</strong></td>
<td><strong>$11.2</strong></td>
<td><strong>91.1%</strong></td>
</tr>
</tbody>
</table>
## Operating Fund – Total Expenditures
For the Eleven Months Ended August 31, 2016 – Unaudited

<table>
<thead>
<tr>
<th>(in millions)</th>
<th>FY 2015</th>
<th>FY 2016</th>
<th>FY '16 Actual</th>
<th>Annual Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Actual YTD</td>
<td>Actual YTD</td>
<td>Budget YTD</td>
<td>Increase/(Decrease) vs. FY '16 Budget</td>
</tr>
<tr>
<td><strong>Operating Expenditures</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Salaries and Wages</td>
<td>10</td>
<td>$112.9</td>
<td>$116.8</td>
<td>$120.6</td>
</tr>
<tr>
<td>Benefits</td>
<td>11</td>
<td>57.3</td>
<td>56.0</td>
<td>58.4</td>
</tr>
<tr>
<td>Facility Maintenance Contracts</td>
<td>12</td>
<td>49.2</td>
<td>53.4</td>
<td>51.9</td>
</tr>
<tr>
<td>Other Contract Services</td>
<td></td>
<td>71.9</td>
<td>80.0</td>
<td>80.0</td>
</tr>
<tr>
<td>Utilities</td>
<td>13</td>
<td>24.6</td>
<td>22.4</td>
<td>23.8</td>
</tr>
<tr>
<td>Equipment and Other Supplies</td>
<td>14</td>
<td>14.6</td>
<td>15.6</td>
<td>12.7</td>
</tr>
<tr>
<td>Insurance</td>
<td></td>
<td>4.8</td>
<td>4.6</td>
<td>4.9</td>
</tr>
<tr>
<td>Fuels</td>
<td>15</td>
<td>2.4</td>
<td>2.2</td>
<td>4.4</td>
</tr>
<tr>
<td>General, Administrative, and Other</td>
<td></td>
<td>5.4</td>
<td>5.9</td>
<td>6.0</td>
</tr>
<tr>
<td>Change in Operating Reserves</td>
<td></td>
<td>4.0</td>
<td>7.7</td>
<td>7.7</td>
</tr>
<tr>
<td><strong>Total Operating Expenditures</strong></td>
<td></td>
<td>346.9</td>
<td>364.6</td>
<td>370.3</td>
</tr>
<tr>
<td><strong>Total Debt Service</strong></td>
<td></td>
<td>296.2</td>
<td>337.6</td>
<td>337.7</td>
</tr>
<tr>
<td><strong>Total 102 Fund Expenditures</strong></td>
<td></td>
<td>$643.1</td>
<td>$702.2</td>
<td>$708.0</td>
</tr>
</tbody>
</table>
### Notes to the Statement of Revenues and Expenses

**For the Eleven Months Ended August 31, 2016**

<table>
<thead>
<tr>
<th>Section</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>Parking</td>
<td>Parking revenue was $130.3 million, $0.6 million (0.4%) lower than budget primarily due to lower Terminal, Pass-Thru and Valet partially offset by higher revenues from Express, Remote and Drop Off/Meeter Greeter.</td>
</tr>
<tr>
<td>Concessions</td>
<td>Concessions revenues were $67.0 million, $1.9 million (2.8%) 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>Commercial Development</td>
<td>Commercial Development revenues were $46.6 million, $10.5 million (28.9%) higher than budget primarily due to ground lease proceeds received for AA’s new headquarter facility.</td>
</tr>
<tr>
<td>Other Revenues</td>
<td>Other Revenues revenues were $44.2 million, $6.5 million (17.4%) higher than budget primarily due to Uber/Lyft revenues in ground transportation not included in the budget, partially offset by lower revenues from taxis and limos.</td>
</tr>
<tr>
<td>Landing Fees</td>
<td>Landing Fee revenue was $92.1 million, $5.6 million (5.9%) lower than budget due to landing fee rate reduction in April.</td>
</tr>
<tr>
<td>Transfer from DFW Cost Center</td>
<td>Transfer from DFW Cost Center revenues were $44.0 million, $14.7 million (50.0%) higher than budget primarily due to increased DFW Cost Center net revenues, 75% of which are shared with the airlines.</td>
</tr>
<tr>
<td>FIS</td>
<td>FIS revenues were $22.1 million, $1.4 million (6.7%) higher than budget due to strong load factors on international flights.</td>
</tr>
<tr>
<td>Turn Fees &amp; Other Office Rent</td>
<td>Turn Fees &amp; Other Office Rents were $22.3 million, $1.3 million (5.4%) lower than budget primarily due to lower turn fees related to reduced number of operations and smaller aircraft for international flights such as Emirates.</td>
</tr>
<tr>
<td>Other Terminal Revenues</td>
<td>Other Terminal revenues were $15.5 million, $2.4 million (18.5%) higher than budget primarily due to TSA rents and concessions O &amp; M reimbursables.</td>
</tr>
<tr>
<td>Salaries and Wages</td>
<td>Salaries and wages were $116.8 million, $3.8 million (3.2%) lower than budget primarily due to vacant position savings and higher percentage of overtime charged to capital projects.</td>
</tr>
<tr>
<td>Benefits</td>
<td>Benefits were $56.0 million, $2.3 million (4.0%) lower than budget primarily due to vacant position savings and lower health care costs.</td>
</tr>
<tr>
<td>Facility Maint. Contracts</td>
<td>Facility maintenance contracts were $53.4 million, $1.4 million (2.8%) higher than budget primarily due to increases in facility maintenance, custodial, and terminal maintenance contracts partially offset by savings in Skylink.</td>
</tr>
<tr>
<td>Utilities</td>
<td>Utilities expenses were $22.4 million, $1.3 million (5.5%) lower than budget primarily due to milder weather and prior year electric accrual.</td>
</tr>
<tr>
<td>Equipment &amp; Supplies</td>
<td>Equipment &amp; Supplies were $15.6 million, $2.9 million (23.1%) higher than budget primarily due to increases in computer equipment and supplies, software licenses, airfield lighting, boarding bridge parts, and maintenance parts and supplies partially offset by savings in deicing supplies and uniforms.</td>
</tr>
<tr>
<td>Fuels</td>
<td>Fuel expenses were $2.2 million, $2.3 million (51.2%) lower than budget primarily due to a 2015 fuel credit and lower rates and consumption for diesel and CNG fuels.</td>
</tr>
</tbody>
</table>
**Date**: 10/13/2016  
**Committee**: Finance/Audit  
**Subject**: Approval to accept Fiscal Year 2017 Grants  

**Action**  
That the Chief Executive Officer or designee be authorized to accept any Federal and State Grants, offered during Fiscal Year 2017 and execute any required Grant Agreements.

**Description**
- During Fiscal Year 2017, the Airport expects various State and Federal Grants.
- Grants are often offered with short time frames for acceptance, which often doesn't coincide with regular Board meetings.
- This action authorizes the Chief Executive Officer or designee to accept and execute any Grant Agreement, during Fiscal Year 2017.
- Any grants received will be reported to the Board on a quarterly basis.

**Justification**
- This action provides for the Airport to except federal and state grants without individual Board Actions or Special Board Meeting.

**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 (Grants).

**Schedule/Term**

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

**For Information contact**

| Michael Phemister  
3-5447 | Fund | Project # | External Funding Source | Amount |
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>$0</td>
</tr>
</tbody>
</table>
BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee is hereby authorized to accept any Federal and State Grants, offered during Fiscal Year 2017 and execute any required Grant Agreements.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Sep 28, 2016 3:09 pm

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
Sep 28, 2016 5:18 pm

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 9:02 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Sep 28, 2016 3:03 pm

Chief Executive Officer
Date
### Date
10/13/2016

### Committee
Finance/Audit

### Subject
Increase to Legal Services Contract No. 8004984 with the firm of Littler Mendelson, P.C.

### Resolution #

<table>
<thead>
<tr>
<th>Action</th>
</tr>
</thead>
<tbody>
<tr>
<td>That the Chief Executive Officer or designee be authorized to increase Legal Services Contract No. 8004984 with the firm of Littler Mendelson, P.C. of Dallas, Texas, in an amount not to exceed $25,000.00 for a revised contract amount not to exceed $73,750.00.</td>
</tr>
</tbody>
</table>

### Description
- This action would increase the Board's contract for Legal Services regarding representation in the Frazier lawsuit.

### Justification
- On October 19, 2015 under the CEO's contracting authority, the Board entered into a legal services contract with Littler Mendelson, P.C (Dennis M. Brown and Edward F. Berbarie) for legal representation in connection with the case styled: *Rondelite R. Frazier v. Dallas/Fort Worth International Airport*.
- This action will continue to fund representation in this lawsuit.

### D/S/M/WBE Information
- In accordance with the Board's SBE Program, no SBE goal was set for this Contract due to the original contract being under $50,000.

### Contract # Agreement # Purchase Order # Action Amount Revised Amount
| 8004984 | $25,000.00 | $73,750.00 |

### For Information contact
Elaine Rodriguez 3-5487

### Fund Project # External Funding Source Amount
| 0102 | $25,000.00 |
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. 8004984 with the firm of Littler Mendelson, P.C. of Dallas, Texas, in an amount not to exceed $25,000.00 for a revised contract amount not to exceed $73,750.00.

<table>
<thead>
<tr>
<th>Approved as to Form by</th>
<th>Approved as to Funding by</th>
<th>Approved as to M/WBE by</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rodriguez, Elaine</td>
<td>Palacios, Abel</td>
<td>Burks Lee, Tamela</td>
</tr>
<tr>
<td>Legal Counsel</td>
<td>Assistant Vice President Business</td>
<td>Vice President Business Diversity</td>
</tr>
<tr>
<td>Sep 29, 2016 2:05 pm</td>
<td>Financial Planning</td>
<td>and Development</td>
</tr>
<tr>
<td></td>
<td>Finance</td>
<td>Business Diversity and</td>
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</table>

SIGNATURE REQUIRED FOR APPROVAL

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<tr>
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<tr>
<td>Department Head</td>
</tr>
<tr>
<td>Legal</td>
</tr>
<tr>
<td>Sep 28, 2016 3:08 pm</td>
</tr>
</tbody>
</table>

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

Date
10/13/2016

Committee
Finance/Audit

Subject
Increase to Legal Services Contract No, 8004990 with the firm of Brackett & Ellis, P.C.

Resolution #

Action
That the Chief Executive Officer or designee be authorized to increase Legal Services Contract No. 8004990 with the firm of Brackett & Ellis, P.C. of Fort Worth, Texas, in an amount not to exceed $200,000.00, for a revised contract amount not to exceed $547,500.00.

Description

- This action would increase the Board's contract for Legal Services regarding representation in the INET lawsuit.

Justification

- On September 22, 2014 the Board entered into a legal services contract with Harris, Finley & Bogle, P.C. (Joe D. Tolbert) for legal representation in connection with the case styled: The Dallas Fort Worth International Airport Board, Plaintiff, v. INET Airport Systems, Inc., Michael F Colaco; and Hartford Fire Insurance Company, Defendants; Civil Action No. 13-cv-00753-A; United States District Court, Northern District of Texas, Fort Worth Division. Effective May 1, 2016, Mr. Tolbert joined the firm of Brackett & Ellis, P.C. Thereafter, under the CEO's contracting authority, a contract was entered into with Brackett & Ellis so that Mr. Tolbert could continue as Board Counsel.

D/S/M/WBE Information

- In accordance with the Board's SBE Program, no SBE goal was set for this Contract due to the original contract being under $50,000.

Schedule/Term

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
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<td>8004990</td>
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<td></td>
<td>$200,000.00</td>
<td>$547,500.00</td>
</tr>
</tbody>
</table>

For Information contact

Elaine Rodriguez
3-5487

Fund       Project #     External Funding Source   Amount
102                 |                   |$200,000.00|
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. 8004990 with the firm of Brackett & Ellis, P.C. of Fort Worth, Texas, in an amount not to exceed $200,000.00, for a revised contract amount not to exceed $547,500.00.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 2:05 pm

Approved as to Funding by

Palacios, Abel
Assistant Vice President Business Financial Planning Finance
Sep 29, 2016 4:48 pm

Approved as to M/WBE by

Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 1:58 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Legal
Sep 28, 2016 3:08 pm

Chief Executive Officer
Date
**Date**: 10/13/2016  
**Committee**: Finance/Audit  
**Subject**: Parking Control System

### 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 $162,200.00, for a revised contract amount not to exceed $25,229,222.16.

### Description
- Ratify a modification to increase the Contract to purchase Parking Control System (PCS) lane equipment for additional American Airlines Employee Parking.
- Increase the Contract to purchase Parking Control System (PCS) lane equipment for the installation of a crossover lane to support the TexRail Project.

### Justification
- This action will provide additional American Airlines Employee Parking.
- This action will provide a cross over lane to support the TexRail Project.
- This action allows the purchase of long lead-time equipment to coincide with civil construction schedules.

### 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. 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
- Start Date - Twelve weeks after notice to proceed
- Warranty - Twelve 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>
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<tbody>
<tr>
<td>7004046</td>
<td>NTE</td>
<td></td>
<td>$162,200.00</td>
<td>$25,229,222.16</td>
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For Information contact
- Stephen Shaffer
- Fund: 0340  
- Project #: 26475
- External Funding Source: $162,200.00
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., of Hillsborough, New Jersey.

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 $162,200.00, for a revised contract amount not to exceed $25,229,222.16.

Approved as to Form by

Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 2:06 pm

Approved as to Funding by

Palacios, Abel
Assistant Vice President Business Financial Planning
Finance
Sep 29, 2016 4:47 pm

Approved as to M/WBE by

Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 1:59 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Information Technology Svcs
Sep 28, 2016 3:37 pm

Chief Executive Officer

Pending

Date
Date: 10/13/2016
Committee: Finance/Audit
Subject: Environmental Pollution Liability Insurance
Resolution #

**Action**
That the Chief Executive Officer or designee be authorized to bind and procure an Insurance Policy for Environmental Pollution Liability Insurance Coverage, with Steadfast Insurance Company of Schaumburg, Illinois, in the amount of $201,600.00 for the policy year effective October 15, 2016.

**Description**
- This action will authorize the procurement of Environmental Pollution Liability Insurance, in the amount of $201,600.00 by the DFW Airport's Risk Management Department.
- Coverage includes non owned disposal sites, cleanup costs including those required by governmental regulations, natural resource damages, and emergency expenses.
  - Per Pollution Condition and Aggregate Limits - $15,000,000
  - Deductible/Retention - $500,000
- 2016 Premium - $201,600.00

**Justification**
- The Environmental Pollution Liability insurance policy will cover DFW Airport liability exposures, including bodily injury and property damage, arising from a new pollution condition (spills, leaks, explosions, mold) or arising from the transportation of waste materials.

**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 (Insurance Premiums).

**Schedule/Term**
- One year policy effective October 15, 2016 through October 15, 2017.

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
<th>Purchase Order #</th>
<th>Action Amount</th>
<th>Revised Amount</th>
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</thead>
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<tr>
<td></td>
<td></td>
<td></td>
<td>$201,600.00</td>
<td>$0</td>
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</table>

For Information contact
- Michael Yip
- Fund: 0102
- Project #: External Funding Source
- Amount: $201,600.00
- 3-5655
Additional Information

- The Environmental Pollution Liability insurance policy provides third party liability coverage for bodily injury and property damage arising from a new pollution condition and first party expenses coverage for cleanup costs, regulatory fines and penalties, and emergency expenses.
- The policy provides coverage for crisis management expenses, green remediation expenses, and green standard expenses.
- The market solicitation was managed through the Dallas office of McGriff, Seibels & Williams of Texas.
- Three (3) carriers were solicited.
- Two (2) proposals were received from three (3) insurance companies:
  - Steadfast (Zurich)
  - Illinois Union (Chubb)
- One (1) carrier declined to quote:
  - XL Insurance Company
- Recommended carrier is Steadfast Insurance Company, a member of Zurich Insurance Group; A.M. Best rated A+ XV, headquartered in Schaumburg, Illinois.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to bind and procure an Insurance Policy for Environmental Pollution Liability Insurance Coverage, with Steadfast Insurance Company of Schaumburg, Illinois, in the amount of $201,600.00 for the policy year effective October 15, 2016.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 2:06 pm

Approved as to Funding by
Palacios, Abel
Assistant Vice President Business Financial Planning
Finance
Sep 29, 2016 4:46 pm

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 1:59 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Sep 28, 2016 3:04 pm

Chief Executive Officer
Date
Finance/Audit

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

<table>
<thead>
<tr>
<th>Date</th>
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<tr>
<td>10/13/2016</td>
<td>Finance/Audit</td>
<td>Social Media Moderation Services</td>
<td></td>
</tr>
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</table>

**Action**
That the Chief Executive Officer or designee be authorized to execute Contract No. 8005047, for Moderation and Project Management Services, with ModSquad, Inc., of Sacramento, California, in an amount not to exceed $289,880.00 for the initial one year term with options to renew for four additional one year periods, subject to funding availability.

**Description**
- Award of a contract for a Social Media Moderation Services for the Corporate Communication Department.

**Justification**
- This contract provides Social Media Moderation and Project Management services on a 24/7 basis for DFW Airport's Corporate Communications Department.
- Social Media moderation involves directly responding to customers on behalf of the Airport outside of regular business hours, including nights, weekends and holidays. This includes responsibility for engaging with customers, monitoring multiple social media networks for content, and escalating issues as needed.
- The contract also includes Project Management services including a knowledge base, reporting tools and strategic consultation for further development of the DFW Social Media program.

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

**Schedule/Term**
- Start Date: December 1, 2016
- Contract Term: One year, with four one-year renewal options

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

**For Information contact**
- David Magana
- 3-5554
- Fund 0102
- Project #
- External Funding Source: $289,880.00
Nine (9) Request for Proposals, none from SBE firms, were received on or before the due date of July 27, 2016:

- ICUC/iProspect Moderation Services, Inc., Boston, MA
- LexisNexis, Miamisburg, OH
- Meltwater News US, Inc., San Francisco, CA
- ModSquad, Inc., Sacramento, CA
- Oracle America, Inc., Redwood Shores, CA
- Social Distillery, Austin, TX
- SparkCentral, San Francisco, CA
- Splash Media, LLC, Addison, TX
- Spredfast, Inc., Austin, TX

Responses were evaluated based on the criteria set forth in the Request for Proposal. The Evaluation Team, consisting of Representatives from the Corporate Communications, Marketing Services, Customer Experience, and Business Diversity and Development Departments, recommends that the Contract be awarded to ModSquad, Inc., of Sacramento, California.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 8005047, for Moderation and Project Management Services, with ModSquad, Inc., of Sacramento, California, in an amount not to exceed $289,880.00 for the initial one year term with options to renew for four additional one year periods, subject to funding availability.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 2:07 pm

Approved as to Funding by
Palacios, Abel
Assistant Vice President Business Financial Planning
Finance
Sep 29, 2016 4:45 pm

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 2:02 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Sep 28, 2016 1:23 pm

Pending

Chief Executive Officer
Date
Date 10/13/2016  Committee Finance/Audit  Subject Dell Hardware and Installation Services  Resolution #

**Action**
That the Chief Executive Officer or designee be authorized to increase Contract No. 7005893, for Dell Hardware and Installation Services, with Premier LogiTech LLC, of Grand Prairie, Texas, in an amount not to exceed $750,000.00, for a revised contract amount not to exceed $3,750,000.00.

**Description**
- Increase the current Contract for Dell Hardware and Installation Services.

**Justification**
- This Contract will continue to provide on-call services to order Dell computer hardware on an as-needed basis, in accordance with the Airport's replacement cycle.
- This Contract will also continue to provide installation services of Dell equipment as required.

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

**Schedule/Term**
- The current completion date of July 31, 2017 is not affected by this Action

<table>
<thead>
<tr>
<th>Contract #</th>
<th>Agreement #</th>
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<td>$3,750,000.00</td>
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**For Information contact**
- Stephen Shaffer
  - Fund 0102
  - Project #
  - External Funding Source
  - Amount $750,000.00
Additional Information

- On June 2, 2013, by Resolution No. 2013-06-176, the Board awarded Contract No. 7005893, for Dell Hardware and Installation Services, with Premier LogiTech LLC, of Grand Prairie, 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. 7005893, for Dell Hardware and Installation Services, with Premier LogiTech LLC, of Grand Prairie, Texas, in an amount not to exceed $750,000.00, for a revised contract amount not to exceed $3,750,000.00.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Sep 29, 2016 2:08 pm

Approved as to Funding by
Palacios, Abel
Assistant Vice President Business Financial Planning
Finance
Sep 29, 2016 4:44 pm

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 2:02 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Information Technology Svcs
Sep 28, 2016 5:00 pm

Chief Executive Officer
Pending
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 August 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 the delegated authority during the month of August 2016.
<table>
<thead>
<tr>
<th>VENDOR/LOCATION</th>
<th>PO/CONTRACT NO.</th>
<th>DESCRIPTION</th>
<th>DEPARTMENT</th>
<th>AMOUNT</th>
<th>PAID TO DATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>August Industries, Carrollton, Texas</td>
<td>272582</td>
<td>Self-Contained Breathing Apparatus Air Compressors</td>
<td>Public Safety</td>
<td>$49,745.00</td>
<td>$0.00</td>
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<tr>
<td>Bentley Nevada, Inc., Houston, Texas</td>
<td>271920</td>
<td>Air Conditioner Chiller Parts</td>
<td>Energy, Transportation and Asset Management</td>
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<td>CRAFCO Texas, Inc., San Antonio, Texas</td>
<td>272573</td>
<td>Crackseal Machine</td>
<td>Energy, Transportation and Asset Management</td>
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<td>CTEC Holding LLC dba Custom Truck &amp; Equipment, Fort Worth, Texas</td>
<td>272004</td>
<td>Hydraulic Cylinder</td>
<td>Energy, Transportation and Asset Management</td>
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<tr>
<td>Ferguson Enterprises, Inc., Newport News, Virginia</td>
<td>272562</td>
<td>Automatic Flushing Unit</td>
<td>Energy, Transportation and Asset Management</td>
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<tr>
<td>Forms &amp; Surfaces, Pittsburgh, Pennsylvania</td>
<td>272575</td>
<td>Transit Receptacles</td>
<td>Customer Experience</td>
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<td>Geomatic Resources LLC, Irving, Texas</td>
<td>272596</td>
<td>Survey Equipment</td>
<td>Design, Code and Compliance</td>
<td>$49,592.00</td>
<td>$49,592.00</td>
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<td>Hewlett-Packard Company, Roseville, California</td>
<td>272599</td>
<td>Plotter Printers and Scanners</td>
<td>Design, Code and Compliance</td>
<td>$35,239.24</td>
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<td>Interline Brands, Inc. dba Supplyworks, Jacksonville, Florida</td>
<td>272369</td>
<td>Landside Janitorial Equipment for Terminal B</td>
<td>Customer Experience</td>
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<td>$29,827.66</td>
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<td>Machine Tools Supply, Costa Mesa, California</td>
<td>272581</td>
<td>Radio-Frequency Identification System</td>
<td>Procurement and Materials Management</td>
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<td>Phillips Lawn Sprinkler Company, Inc.</td>
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<td>Irrigation System Repairs</td>
<td>Energy, Transportation and Asset Management</td>
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<td>Rozell Sprayer Mfg. LLC</td>
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<td>Herbicide</td>
<td>Energy, Transportation and Asset Management</td>
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<td>Tyler, Texas</td>
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<tr>
<td>Shiloh Equipment, Inc.</td>
<td>272572</td>
<td>Asphalt Hotbox Trailer</td>
<td>Energy, Transportation and Asset Management</td>
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<td>Terrell, Texas</td>
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<tr>
<td>Skidata, Inc.</td>
<td>271782</td>
<td>Parking Control System Replacement Parts</td>
<td>Risk Management</td>
<td>$27,716.00</td>
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<tr>
<td>Hillsborough, New Jersey</td>
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<td>White Cap Construction</td>
<td>272574</td>
<td>Ride-On Concrete Saw</td>
<td>Energy, Transportation and Asset Management</td>
<td>$41,900.00</td>
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<td>Fort Worth, Texas</td>
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<td><strong>TOTAL</strong></td>
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<td><strong>$399,288.67</strong></td>
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### NON-PROFESSIONAL SERVICES CONTRACTS BETWEEN $25,000.00 AND $50,000.00 (AUGUST 2016)

<table>
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<tr>
<th>VENDOR/LOCATION</th>
<th>PO/CONTRACT NO.</th>
<th>DESCRIPTION</th>
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<tbody>
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<td>Dallas Morning News</td>
<td>7006405</td>
<td>Legal Advertisements</td>
<td>Procurement and Materials Management</td>
<td>$30,000.00</td>
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<td>Dallas, Texas</td>
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**TOTAL** $30,000.00
## Professional Services Contracts Between $25,000.00 and $50,000.00 (August 2016)

<table>
<thead>
<tr>
<th>Vendor/Location</th>
<th>PO/Contract No.</th>
<th>Description</th>
<th>Department</th>
<th>Amount</th>
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<tbody>
<tr>
<td>Grubbs Infiniti LTD, Grapevine, Texas</td>
<td>7006395</td>
<td>Vehicle Lease: EVP Revenue</td>
<td>Procurement and Materials Management</td>
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<td>$662.68</td>
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<td>Kaplan Kirsch &amp; Rockwell LLP, Denver, Colorado</td>
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<td>Legal Services</td>
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<tr>
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AGENDA
CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE
TUESDAY, OCTOBER 11, 2016
1:10 p.m.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE


Consent Items for Consideration

Z. Campbell 30. Approve change in lease terms for Lease Agreement No. 239094 between JPMorgan Chase Bank, N.A. and Dallas Fort Worth International Airport.

Action Items for Consideration

Z. Campbell 31. Approve authorization to enter into a Lease Agreement with MultiRestaurants Concepts, LTD d/b/a Pizza Hut.

32. Approve authorization to enter into a Lease Agreement with Java Star, Inc. d/b/a Chili"s.
Concessions/Commercial Development

Consent
Consent to change the terms for Lease Number 239094 with JPMorgan Chase Bank, N.A.

**Description**

- Current lease with JPMorgan Chase Bank, N.A. will expire on October 31, 2016.
- JPMorgan Chase Bank, N.A. has agreed to extend the lease for three (3) months ending on January 31, 2017.
- The current MMBR is $171,000, an annual Minimum Annual Guarantee of $2,052,000.
- The revised MMBR is $12,000 per month during the extension term of the Lease.
- All other terms and conditions of said Lease will remain in effect.

**Justification**

- The Lease extension will allow DFW to release a Request for Proposal for the ATM concession.
- The anticipated Board date for an award of the new program will be in January of 2017.
- JPMorgan Chase, N.A. is terminating multiple off-premise ATM venues nationwide.
- JPMorgan Chase, N.A. will assist in the transition to promptly remove their ATM equipment to allow the new provider to install with minimal impact to current service levels.

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

- In accordance with the Board's Business Diversity Programs, the DMWBE goal for this Agreement is 5%.
- JPMorgan Chase Bank, N.A., committed to achieving 5% DMWBE participation utilizing NSA Field Service Solutions (WF) and Security Vault Works, Inc. (WF-C) for 100% of the rigging and general contracting services.

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<th>Agreement #</th>
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<th>Action Amount</th>
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**For Information contact**

Zenola Campbell  
3-4830
Additional Information
The initial lease was for a five (5) year term for placement of twenty-six (26) ATMs throughout DFW’s five (5) terminals, DPS, RAC, and the DFW headquarters.

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to approve a change in the lease terms for Lease Agreement No. 239094 between JPMorgan Chase Bank, N.A. and Dallas Fort Worth International Airport.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Sep 28, 2016 3:10 pm

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
Sep 28, 2016 12:52 pm

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 9:16 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Sep 22, 2016 3:27 pm

Pending

Chief Executive Officer
Date
Concessions/Commercial Development

Action
Date: 10/13/2016
Committee: Concessions/Commercial Development
Subject: Approval of a Concessions Lease with MultiRestaurants Concepts, LTD d/b/a Pizza Hut
Resolution #: 

Action
That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with MultiRestaurants Concepts, LTD d/b/a Pizza Hut.

Description
- MultiRestaurants Concepts, LTD d/b/a Pizza Hut will operate one (1) Pizza Hut location.
- Location is in Terminal C Gate C24, Space C-2-078B-A01, 1,632 square feet.
- Location to feature newly developed Pizza Hut designs with an enhanced customer experience and upscale menu offerings including incorporation of a full service bar.

Justification
- Pizza Hut is a well-recognized brand with over 15,000 restaurants in more than 90 countries.
- This action is based on the Concessions Policy, 2.2.1 (B) Direct Negotiation.
- This action meets the Board's Concessions Policy of providing and improving the shopping, dining and service experience at DFW International Airport.

D/S/M/WBE Information
- In accordance with the Board's Business Diversity Programs, the ACDBE goal for this lease is 35% and the M/WBE goal for design and construction is 30%.
- MultiRestaurants Concepts, LTD d/b/a Pizza Hut, a certified Airport Concession Disadvantaged Business Enterprise (HM-C, 100%) has committed to achieving the ACDBE goal through self-performance and 30% M/WBE participation in the design and construction of the lease space.

Schedule/Term
Terms and Conditions:
- Seven (7) year term
- 15% Rent on the sales of Food and Non-Alcoholic Beverages
- 20% Rent on the sale of Alcoholic Beverages
- $409,479 Minimum Annual Guarantee

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For Information contact
Zenola Campbell
3-4830

Fund  Project #  External Funding Source  Amount

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BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with MultiRestaurants Concepts, LTD d/b/a Pizza Hut.

Approved as to Form by
Rodriguez, Elaine
Legal Counsel
Sep 28, 2016 3:12 pm

Approved as to Funding by
Underwood, Max
Vice President Finance
Finance
Sep 28, 2016 12:53 pm

Approved as to M/WBE by
Burks Lee, Tamela
Vice President Business Diversity and Development
Business Diversity and Development
Sep 29, 2016 9:17 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by
Department Head
Sep 22, 2016 11:02 am

Pending
Chief Executive Officer
Date
Date: 10/13/2016
Committee: Concessions/Commercial Development
Subject: Approval of a Concessions Lease with Java Star, Inc. d/b/a Chili’s
Resolution #

Action:
That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with Java Star, Inc. d/b/a Chili’s.

Description:
- Java Star, Inc. d/b/a Chili’s will operate one (1) Chili’s Bar and Grill location.
- Located in Terminal C Gate 33, Space No. C-2-109D-A01, 3,049 square feet.
- Location to offer its latest design and a wide selection of Tex-Mex and American cuisine with a full service bar.

Justification:
- Chili’s is a well known brand in the food and beverage industry with strong national market recognition.
- This action is based on the Concessions Policy, 2.2.1 (B) Direct Negotiation.
- This action meets the Board’s Concessions Policy of providing and improving the shopping, dining and service experience at DFW International Airport.

D/S/M/WBE Information:
- In accordance with the Board’s Business Diversity Programs, the ACDBE goal for this lease is 35% and the M/WBE goal for design and construction is 30%.
- Java Star, Inc. d/b/a Chili’s, a certified Airport Concession Disadvantaged Business Enterprise (HM-C, 100%) has committed to achieving the ACDBE goal through self-performance and 30% M/WBE participation in the design and construction of the lease space.

Schedule/Term:
Terms and Conditions:
- Ten (10) year term
- 14% Rent on the sales of Food and Non-Alcoholic Beverages
- 20% Rent on the sales of Alcoholic Beverages
- $591,357 Minimum Annual Guarantee

Contract # | Agreement # | Purchase Order # | Action Amount | Revised Amount
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For Information contact:
Zenola Campbell
3-4830

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

That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with Java Star, Inc. d/b/a Chili’s.

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Chief Executive Officer

Pending