

## DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

August 2, 2018

8:30 a.m.

**Convening of the Meeting** – The Regular Meeting of the Dallas Fort Worth International Airport Board was duly convened and held in the Board Room of the DFW Airport Headquarters building of the Dallas Fort Worth International Airport Board at 8:30 a.m., on Thursday, August 2, 2018, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

William Meadows, Chair	Sam Coats
Regina Montoya, Vice Chair	Matrice Ellis-Kirk
Henry Borbolla III, Secretary	Raj Narayanan
Mayor Mike Rawlings	Madeleine Johnson
Mayor Betsy Price	Eddie Reeves
Lillie Biggins	Rick Stopfer <sup>1</sup>

### **Board staff in attendance:**

Sean Donohue, John Ackerman, Ken Buchanan, Chad Makovsky, Khaled Naja, Linda Valdez Thompson, Rob Darby, Elaine Rodriguez, Alan Black, Zenola Campbell, Milton De La Paz, Rusty Hodapp, Robert Horton, Tammy Huddleston, Karen Kavanagh, Tamela Lee, Sharon McCloskey, Casey Norton, Mike Phemister, Greg Spoon, John Terrell, Max Underwood, Michael Youngs, Donna Schnell.

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### **AGENDA**

- A. The invocation was given by Chaplain Gary Turner.
- B. The Pledge of Allegiance was recited.
- C. Announcements by Sean Donohue, CEO:
  - In June DFW partnered with the Dallas and Fort Worth Chambers, Visit Dallas and Visit Fort Worth on a mission trip to Europe. The trip was attended by a 45 member delegation including Mayor Rawlings, Mayor Price, Board Chair William Meadows, and Board Member Matrice Ellis-Kirk.
  - On July 27 the Department of Transportation delivered a letter of intent to DFW for \$180,000,000.00 for the construction of end-around taxiways. A press conference was held and attended by US Secretary of Transportation Elaine Chao, Senator John Cornyn, Congresswoman Kay Granger, Mayor Rawlings, Mayor Price, Board Chair William Meadows and Board members Regina Montoya, Sam Coats and Henry Borbolla. Also in attendance was Doug Parker, CEO of American Airlines.
  - The Fort Worth Hispanic Chamber of Commerce awarded DFW the Inaugural Milestone Award for serving as a significant economic contributor to North Texas for over 40 years.
  - DFW also received the Richard A. Griesbach Award of Excellence for our Concessions program. The award was presented to the team during the ACI Annual Business of Airport Awards where Max Underwood, Vice President Finance, was recognized as the Finance Professional of the year.

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<sup>1</sup> Non-voting Board Member from the City of Irving

- Armin Cruz, Vice President Parking, received the James M. Hunnicutt Parking Professional of the Year award from the International Parking Institute.
- DFW hosted the World Travel & Tourism Council Seamless Traveler Journey workshop. The workshop focused on incorporating biometrics to facilitate and improve the customer experience.
- The Regional Transportation Council invited Board Chair William Meadows and CEO Sean Donohue to tour the Virgin Hyperloop Development Lab in Nevada. Chair Meadows spoke about the technology presented and its benefits.
- The annual Environmental, Social, and Governance report was distributed to the Board.
- The departure of Karen Kavanagh, Vice President of Planning, was announced.
- Mayor Rick Stopfer was recognized for his service on the Board.

- D. The minutes of the Regular Board Meeting of June 7, 2018 were approved.
- E. The Air Service Highlights were presented by Milton De La Paz, Vice President Airline Relations.
- F. The Financial Report was presented by Max Underwood, Vice President Finance.
- G. Retirement Plan Actuarial Audit Results were presented by Mark Fenlaw of Rudd and Wisdom.

#### **RETIREMENT/INVESTMENT COMMITTEE**

Chair Meadows stated a committee report would not be given since there were no action items during the Retirement/Investment Committee Meeting.

1. The minutes of the Retirement/Investment Committee Meeting of June 5, 2018 were approved during the Committee Meeting of July 31, 2018.

#### **Discussion Item**

2. External Audit of the Pension Plans was presented by Reem Samra of Deloitte during the Committee Meeting of July 31, 2018.

#### **OPERATIONS COMMITTEE**

Operations Committee Chair Regina Montoya reported that the Committee met on Tuesday, July 31, 2018 at 12:35 p.m. in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

3. The minutes of the Operations Committee Meeting of June 5, 2018 were approved during the Committee Meeting of July 31, 2018.

#### **Consent Items for Consideration**

4. The Airport Board unanimously adopted Resolution No. 2018-08-140 to approve execution of Contract No. 7006639 for Medical Supplies, with Life-Assist, Inc., of Rancho Cordova, California, in an amount not to exceed \$104,191.12, for the initial one-year term of the Contract, with options to renew for four additional one-year terms.

5. The Airport Board unanimously adopted Resolution No. 2018-08-141 to approve execution of a Memorandum of Understanding between the Dallas Fort Worth International Airport Board and the State of Texas, Department of Public Safety.
6. The Airport Board unanimously adopted Resolution No. 2018-08-142 to approve execution of Contract No. 5000973 with the Federal Aviation Administration for a non-federal reimbursable agreement for the Dallas Area Rapid Transit Cottonbelt rail line extension in an amount not to exceed \$123,484.00.
7. The Airport Board unanimously adopted Resolution No. 2018-08-143 to approve an increase to Contract No. 7003082, for the repair of the Runway Surface Monitoring System, with DBT Transportation Services, LLC, of Lafayette, Colorado, in an amount not to exceed \$61,230.00, for a revised Contract not to exceed the amount of \$406,678.25.
8. The Airport Board unanimously adopted Resolution No. 2018-08-144 to approve execution of Purchase Order No. 274789, for Operations Vehicles, to Sam Pack's Five Star Ford LTD, of Carrollton, Texas, in the amount of \$53,259.00.

### **Action Items for Consideration**

9. The Airport Board unanimously adopted Resolution No. 2018-08-145 to approve execution of a deductive Change Order to Contract No. 9500597, Reconstruct Taxiway Lima with Lane Construction Corporation, of Fort Worth, Texas, for a deductive amount of not less than (\$1,952,357.88) for a revised amount not to exceed \$28,237,167.12.
10. The Airport Board unanimously adopted Resolution No. 2018-08-146 to approve execution of Purchase Order No. 274430, for a Mobile Mapping System, to Geomatic Resources, LLC, of Irving, Texas, in the amount of \$1,129,967.80.
11. The Airport Board unanimously adopted Resolution No. 2018-08-147 to approve execution of Contract No. 9500635, for the Job Order Contract, with Gilbert May, Inc., dba Phillips/May Corporation, of Dallas, Texas, in an amount not to exceed \$5,000,000.00 and to execute Contract No. 9500654, for the Job Order Contract, with Skye Building Services, of Flower Mound, Texas, in an amount not to exceed \$5,000,000.00. Total amount of action is \$10,000,000.00.
12. The Airport Board unanimously adopted Resolution No. 2018-08-148 to approve execution of Contract No. 7006665, for Propane Gas, with Northwest Butane Gas Company dba Northwest Propane Gas Company, of Carrollton, Texas, in an amount not to exceed \$1,022,525.00, for the initial two-year term of the Contract, with options to renew for three additional one-year terms.
13. The Airport Board unanimously adopted Resolution No. 2018-08-149 to approve execution of six (6) Purchase Orders for Vehicles: 274421, to Grapevine Dodge Chrysler Jeep, LLC, of Grapevine, Texas, in the amount of \$1,044,502.00; 275246, to Ford Stars Ford, LLC, of Jacksboro, Texas, in the amount of \$680,120.00; 275247, to Caldwell Country Chevrolet, of Caldwell, Texas, in the amount of \$211,258.00; 275248, to Four Stars Chevrolet, LLC, of Henrietta, Texas, in the amount of \$133,420.00; 275249, to Rockdale Country Ford, of Rockdale, Texas, in the amount of \$92,905.00; 275250, to Silsbee Ford Inc., of Silsbee, Texas, in the amount of \$26,497.00. Total award amount; \$2,188,702.00.

14. The Airport Board unanimously adopted Resolution No. 2018-08-150 to approve execution of a Contract Increase to Contract No. 8500273, Preliminary Engineering for East-West Connector Roadways, with URS Corporation of Dallas, Texas, in an amount not to exceed \$41,500, for a revised Contract amount of \$1,731,622.83.
15. The Airport Board unanimously adopted Resolution No. 2018-08-151 to approve execution of Contract No. 8005233, for Digital Ecosystem Strategy Consulting Services, with Radius Innovation and Development, of San Jose, California, in an amount not to exceed \$365,000.00, for the six-month term of the Contract.
16. The Airport Board unanimously adopted Resolution No. 2018-08-152 to approve execution of a Letter of Commitment to participate in, and provide resources in support of, a three-year transportation efficiency study to be performed by the National Renewable Energy Laboratory (NREL) and Oak Ridge National Laboratory (ORNL).

### **Discussion Items**

17. There were no Construction and Professional Services Contract Increase(s) approved by Authorized Staff for this reporting period.
18. There were no Decrease(s)/Increase(s) in Scope of Work approved by Authorized Staff for this reporting period.

### **FINANCE/AUDIT COMMITTEE**

Finance/Audit Committee Chair Henry Borbolla reported that the Committee met on Tuesday, July 31, 2018 at 12:45 p.m. in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

19. The minutes of the Finance/Audit Committee Meeting of June 5, 2018 were approved during the Committee Meeting of July 31, 2018.
20. The Financial Report was presented by Max Underwood, Vice President Finance.

### **Consent Items for Consideration**

21. The Airport Board unanimously adopted Resolution No. 2018-08-153 to approve execution of Contract No. 7006638, for Vehicle Decals and Hangtags, with Dri-Stick Decal Corporation dba Rydin, of Streamwood, Illinois, in an amount not to exceed \$72,493.90, for the initial two-year term of the Contract, with options to renew for three additional one-year terms.
22. The Airport Board unanimously adopted Resolution No. 2018-08-154 to approve an increase to Legal Services Contract No. 8005121 with the firm of Farrow-Gillespie Heath Witter LLP of Dallas, Texas, in an amount not to exceed \$50,000.00 for a revised contract amount not to exceed \$98,750.00.
23. The Airport Board unanimously adopted Resolution No. 2018-08-155 to approve authorization to exercise options for multi-year Contracts for the first quarter of Fiscal Year 2019.

### **Action Item for Consideration**

24. The Airport Board unanimously adopted Resolution No. 2018-08-156 to approve execution of Contract No 7006621 for Automated Access Control System Maintenance and Support, with Siemens Industry, Inc. of Irving, Texas, in an amount not to exceed \$1,560,000.00, for a term of one year, with four one-year renewal options.

### **Discussion Items**

25. Department of Audit Services' Quarterly Audit Update was presented by Rob Darby, Director Audit Services, during the Committee Meeting of July 31, 2018.
26. Monthly D/S/M/WBE Expenditure Report was distributed to the Board.
27. Purchase Orders/Contracts and Professional Services Contracts approved by Authorized Staff were distributed to the Board.

### **CONCESSIONS/COMMERCIAL DEVELOPMENT**

Concessions/Commercial Development Committee Chair Matrice Ellis-Kirk reported that the Committee met on Tuesday, July 31 at 1:25 p.m., in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

28. The minutes of the Concessions/Commercial Development Meeting of June 5, 2018 were approved at the Committee Meeting of July 31, 2018.

### **Consent Items for Consideration**

29. The Airport Board unanimously adopted Resolution No. 2018-08-157 to approve the reconcepting and ownership change of the Camille's Hand Dipped Ice Cream Bar located in Terminal E, Gate E13.
30. The Airport Board unanimously adopted Resolution No. 2018-08-158 to approve execution of Purchase Order No. 274811, for Touch Screen Monitors, to Clover International, LLC, of Dallas, Texas, in the amount of \$103,022.48.

### **Action Items for Consideration**

31. The Airport Board unanimously adopted Resolution No. 2018-08-159 to approve Lease Agreement with Stellar Partners, Inc. for a retail location in Terminal D.
32. The Airport Board unanimously adopted Resolution No. 2018-08-160 to approve Lease Agreement with The Jethro Pugh Shops II, LLC and the Dallas Fort Worth International Airport Board.
33. The Airport Board unanimously adopted Resolution No. 2018-08-161 to approve Lease Agreement with Host International, Inc. and the Dallas Fort Worth International Airport Board.

34. The Airport Board unanimously adopted Resolution No. 2018-08-162 to approve Lease Agreement with MultiRestaurants Concepts, LTD and the Dallas Fort Worth International Airport Board.
35. The Airport Board unanimously adopted Resolution No. 2018-08-163 to approve Lease Agreement with Charles Bush Consulting, LLC and the Dallas Fort Worth International Airport Board.
36. The Airport Board unanimously adopted Resolution No. 2018-08-164 to approve Lease Agreement with Southwest Minority Financial Group, Inc. and the Dallas Fort Worth International Airport Board.
37. The Airport Board unanimously adopted Resolution No. 2018-08-165 to approve execution of Contract No. 7006583, for Lost and Found Services, with Hallmark Aviation Services L.P., of Los Angeles, California, in an amount not to exceed \$719,796.00, for the initial one-year term, with options to renew for four additional one-year periods.
38. The Airport Board unanimously adopted Resolution No. 2018-08-166 to approve ratification of the award of Contract No. 7006669, for Terminal D Cleaning Services, with APPRO, Inc., of Tulsa, Oklahoma, in an amount not to exceed \$5,694,666.66; and Contract No. 7006670, for Terminal D Cleaning Services, with Marsden South, L.L.C. dba HBS National, of Irving, Texas, in an amount not to exceed \$1,807,749.00, for a Contract term of one year. Total amount of action is \$7,502,415.66.
39. The Airport Board unanimously adopted Resolution No. 2018-08-167 to approve execution of a Ground Lease agreement with TC Passport Park Building 1 Owner, LLC for +/-69.8 acres of land for a term of 40 years.
40. The Airport Board unanimously adopted Resolution No. 2018-08-168 to approve execution of a Ground Lease agreement with TC Passport Park Building 2 Owner, LLC, for +/-46.2 acres of land for a term of 40 years.
41. The Airport Board unanimously adopted Resolution No. 2018-08-169 to approve execution of a Ground Lease agreement with TC Passport Park Building 3 Owner, LLC, for +/-8.0 acres of land for a term of 40 years.
42. The Airport Board unanimously adopted Resolution No. 2018-08-170 to approve execution of a Ground Lease agreement with TC Passport Park Building 4 Owner, LLC for +/-8.25 acres of land for a term of 40 years.
43. The Airport Board unanimously adopted Resolution No. 2018-08-171 to approve execution a lease agreement with Seefried SIP 19, LLC (Building 1), for +/-12.557 acres of land.
44. The Airport Board unanimously adopted Resolution No. 2018-08-172 to approve lease agreement with Seefried SIP 19, LLC (Building 2), for +/-16.915 acres of land.
45. The Airport Board unanimously adopted Resolution No. 2018-08-173 to approve execution of a reimbursement agreement with Seefried SIP 19, LLC (Building 1), for an amount not-to-exceed \$632,402.00.

#### **Discussion Item**

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

## **FULL BOARD**

47. The following registered speakers appeared before the Board:  
Richard Sheridan and Reda Mohamed, representing the Driver Society of North Texas, spoke in opposition of changes to the curbside allocation policy.  
  
Kirubel Kebede; Faruk Hussein; Groom Kifetew; Lulu Abera; Khalil Mustepha; and Frank Emebo, representing Black Car, Inc. and Black Car Owner Operators, spoke in favor of changes to the curbside allocation policy.
48. Next Committee meetings – September 4, 2018  
Next Regular Board meeting – September 6, 2018