

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
FEBRUARY 6, 2020
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 at 8:30 a.m., on Thursday, February 6, 2020, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

Matrice Ellis-Kirk, Chair	Ben Leal
Henry Borbolla III, Vice Chair	Williams Meadows
Gloria M. Tarpley, Secretary	Raj Narayanan
Mayor Eric Johnson	Mario Quintanilla
Mayor Pro Tem Jungus Jordan ¹	Eddie Reeves
Vernon Evans	Linda Martin ²

Board staff in attendance:

Sean Donohue, John Ackerman, Ken Buchanan, Khaled Naja, Paul Puopolo, Linda Valdez Thompson, Rob Darby, Elaine Rodriguez, Dee Amos, Julio Badin, Alan Black, Lance Bodine, Jodie Brinkerhoff, Zenola Campbell, Armin Cruz, Catrina Gilbert, Rusty Hodapp, Robert Horton, Tammy Huddleston, Tamela Lee, James Mauldin, Sharon McCloskey, Paul Sichko, Greg Spoon, Max Underwood, Michael Youngs, Naveen Bandla, John Brookby, Donna Schnell.

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AGENDA

- A. The invocation was given by Chaplain DD Hayes.
- B. The Pledge of Allegiance was recited.
- C. Announcements by William Meadows, Chair:
 - New Board Member Gloria M. Tarpley from the City of Dallas was recognized and introduced.
 - Mayor Pro Tem Jungus Jordan from the City of Fort Worth was welcomed.Announcements by Sean Donohue, CEO:
 - DFW was voted as one of the top 10 Best Large Airports in North America in USA Today's 10 Best Reader's Choice Survey.
 - DFW has been chosen as a Platinum-level certified workplace for mental and emotional health as designated by Mental Health America.
 - Last week DFW's newest employee resource group - PRIDE attended their first community activity - the North Texas LGBT Chamber Business Awards Luncheon.
 - January was Human Trafficking Awareness month. DFW took this opportunity to raise employee's awareness of human trafficking.
 - New Board Member Gloria M. Tarpley took the Oath of Office.
- D. Election of Officers
 - The Election of the 2020 Officers was held and the following Officers were nominated and elected:
 - Matrice Ellis-Kirk, Chair
 - Hendry Borbolla III, Vice Chair
 - Gloria M. Tarpley, Secretary

- E. The minutes of the Regular Board Meeting of January 9, 2020 were approved.
- F. Air Service Highlights were presented by Naveen Bandla, Assistant Vice President Research and Analytics.
- G. Financial Report was presented by Chris Poinsette, Executive Vice President Finance and Information Technology Services.
- H. Customer Experience Update was presented by Julio Badin, Senior Vice President Customer Experience.

OPERATIONS COMMITTEE

Operations Committee Chair Raj Narayanan reported that the Committee met on Tuesday, February 4, 2020, at 12:30 p.m., in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

1. The minutes of the Operations Committee Meeting of January 7, 2020 were approved during the Committee Meeting of February 4, 2020.

Consent Items for Consideration

2. The Airport Board unanimously adopted Resolution No. 2020-02-015 to approve an increase to Contract No. 9500659, for Hardening of Assets and Control Plaza Attenuator Replacements, with Gilbert May, Inc. dba Phillips/May Corporation of Dallas, Texas, in an amount not to exceed \$239,000.00, for a revised Contract amount of \$2,635,333.00.
3. The Airport Board unanimously adopted Resolution No. 2020-02-016 to approve ratification of payment for Asbestos Abatement and Mold Remediation, with Cactus Abatement & Demolition, LLC., of Roanoke, Texas, in the amount of \$65,900.00.
4. The Airport Board unanimously adopted Resolution No. 2020-02-017 to approve an increase to Purchase Order No. 276492, for Replacement Mobile Intensive Care Units, with MCCALL F, Inc. dba Sterling McCall Ford, of Houston, Texas, in the amount of \$107,000.00. Total award amount \$593,306.20.
5. The Airport Board unanimously adopted Resolution No. 2020-02-018 to approve execution of Contract No. 7006878, for Door Lock Key - Core System and Locksmith Services, with Joe East Enterprises, Inc., dba A-1 Locksmith, of Carrollton, Texas, in an amount not to exceed \$112,895.00, for the initial one year term of the Contract, with options to renew for four additional one-year periods.
6. The Airport Board unanimously adopted Resolution No. 2020-02-019 to approve execution of Contract No. 7006883, for Flag Repair and Replacement Services, with Symonds Flags and Poles, Inc., of Fort Worth, Texas, in the amount not to exceed \$115,400.00, for the five-year term of the Contract.
7. The Airport Board unanimously adopted Resolution No. 2020-02-020 to approve execution of Purchase Order No. 276519, for Police Motorcycles, to LHD Partners dba Longhorn Harley-Davidson, of Grand Prairie, Texas, in the amount of \$163,987.40.

¹ Designated voting representative from the City of Fort Worth.

² Non-voting Board Member from the City of Euless.

8. The Airport Board unanimously adopted Resolution No. 2020-02-021 to approve execution of Contract No. 7006901, for Flooring Removal and Installation Services, with Gomez Floor Covering Inc., dba GFC Contracting, of Dallas, Texas, in an amount not to exceed \$200,000.00, for the initial one year term of the Contract, with options to renew annually.
9. The Airport Board unanimously adopted Resolution No. 2020-02-022 to approve execution of Purchase Order No. 276657, for an Electric Aircraft Towing Vehicle, to JBT LEKTRO, Inc., of Warrenton, Oregon, in the amount of \$115,504.00.
10. The Airport Board unanimously adopted Resolution No. 2020-02-023 to approve execution of Purchase Order No. 276688, for Operations Vehicles, to Caldwell Country Chevrolet, of Caldwell, Texas, in the amount of \$236,582.00.

Action Items for Consideration

11. The Airport Board unanimously adopted Resolution No. 2020-02-024 to approve execution of Purchase Order No. 276653, for Emergency Lighting Inverters, to Bell Electrical Supply Co., Inc., of Woodside, New York, in the amount of \$369,073.48.
12. The Airport Board unanimously adopted Resolution No. 2020-02-025 to approve execution of Purchase Order No. 276699, for Runway Approach Light System with Sequenced Flashers, to New Bedford Panoramex Corp., of Claremont, California, in an amount not to exceed \$1,792,182.98.
13. The Airport Board unanimously adopted Resolution No. 2020-02-026 to approve execution of Contract No. 9500707, for International Parkway Signage Program, with Synergy Signs & Services, LLC, of Fort Worth, Texas, in an amount not to exceed \$4,724,368.00, for the 361 calendar day term of the Contract.
14. The Airport Board unanimously adopted Resolution No. 2020-02-027 to approve execution of Contract No. 8005324, for Environmental Consulting Services for the National Environmental Policy Act (NEPA) Documentation & Related Studies, with Integrated Environmental Solutions, LLC, of McKinney, Texas, in an amount not to exceed \$973,603.32, for the initial two-year term of the Contract, with options to renew for three additional one-year periods.
15. The Airport Board unanimously adopted Resolution No. 2020-02-028 to approve execution of Contract No. 7006913, for Stormwater Modeling, Monitoring and Management Services, with University of Texas at Arlington, of Arlington, Texas, in an amount not to exceed \$1,488,585.00, for the initial five-year term of the Contract.

Discussion Items

16. There were no Construction and Professional Services Contract increase(s) approved by authorized staff.
17. Decrease(s)/increase(s) in Scope of Work approved by authorized staff were distributed to the Board.

FINANCE/AUDIT COMMITTEE

Finance/Audit Committee Chair Henry Borbolla III reported that the Committee met on Tuesday, February 4, 2020 at 12:40 p.m., in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

18. The minutes of the Finance/Audit Committee Meeting of January 7, 2020 were approved during the Committee Meeting of February 4, 2020.
19. The Financial Report was presented by Max Underwood, Vice President Finance, during the Committee Meeting of February 4, 2020.

Consent Items for Consideration

20. The Airport Board unanimously adopted Resolution No. 2020-02-029 to approve an increase to Legal Services Contract No. 8005067 with the firm of Littler Mendelson, P.C. of Dallas, Texas, in an amount not to exceed \$50,000.00 for a revised contract amount not to exceed \$303,750.00.
21. The Airport Board unanimously adopted Resolution No. 2020-02-030 to approve authorization to exercise options for multi-year Contracts for the third quarter of Fiscal Year 2020.
22. The Airport Board unanimously adopted Resolution No. 2020-02-031 to approve execution of Contract No. 7006881, for Toner Cartridges, with Smart Group Systems of Richardson, Texas, in an amount not to exceed \$79,086.42, for the initial one year term of the Contract, with options to renew for four additional one-year periods.

Action Items for Consideration

23. The Airport Board unanimously adopted Resolution No. 2020-02-032 to approve authorization to bind and procure an Insurance Policy for Excess Workers' Compensation Insurance, with Midwest Employers Casualty Insurance Company, of Chesterfield, Missouri, in the amount of \$259,909.00, for the policy year effective March 1, 2020.
24. The Airport Board unanimously adopted Resolution No. 2020-02-033 to approve authorization to bind and procure an insurance policy for All-Risk Property Insurance, with American Home Assurance Company of New York, NY (AIG) as the primary insurance carrier in the total amount of \$7,267,291.00 for the policy period effective March 1, 2020.

Discussion Items

25. Department of Audit Services' Quarterly Audit Update was presented by Rob Darby, Director Audit Services, during the Committee Meeting of February 4, 2020.
26. Monthly D/S/M/WBE Expenditure Report was distributed to the Board.
27. Purchase Orders/Contracts and Professional Service Contract approved by Authorized Staff were distributed to the Board.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

Concessions/Commercial Development Committee Chair Matrice Ellis-Kirk reported that the Committee met on Tuesday, February 4, 2020 at 12:50 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 Committee Meeting of January 7, 2020 were approved during the Committee Meeting of February 4, 2020.

Consent Items for Consideration

29. The Airport Board unanimously adopted Resolution No. 2020-02-034 to approve change of control of interest of Lease No. 008364 by and between the Dallas Fort Worth International Airport Board and Brookstone Dallas Fort Worth, LLC.
30. The Airport Board unanimously adopted Resolution No. 2020-02-035 to approve a change in ownership of the Au Bon Pain in Terminal D from FGR Food Corporation to Kind Hospitality, Inc.
31. The Airport Board unanimously adopted Resolution No. 2020-02-036 to approve change of control of leases by and between The Grove, Inc. and the Dallas Fort Worth International Airport Board.
32. The Airport Board unanimously adopted Resolution No. 2020-02-037 to approve execution of Purchase Order No. 276689, for Custom and Border Protection Officer Podiums, to Fish Construction, Inc., of Stafford, Texas, in the amount of \$212,339.00.

Action Item for Consideration

33. The Airport Board unanimously adopted Resolution No. 2020-02-038 to approve amendment of 5 Concession leases suspending the Minimum Annual Guarantee for a period of one year.
34. The Airport Board unanimously adopted Resolution No. 2020-02-039 to approve execution of Contract No. 7006895, for Passenger Terminal Toilet Tissue Paper, with Torrez Paper Company, of Farmers Branch, Texas, in an amount not to exceed \$3,017,449.00, for the initial two year term of the Contract, with options to renew for three additional one-year periods.

Discussion Items

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

RETIREMENT/INVESTMENT COMMITTEE

Retirement/Investment Committee Chair Eddie Reeves reported that the Committee met on Tuesday, February 4, 2020 at 1:00 p.m., in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

36. The minutes of the Retirement/Investment Committee Meeting of December 3, 2019 were approved during the Committee Meeting of February 4, 2020.

CLOSED SESSION

37. In accordance with provisions of Section 551.071 of the Texas Government Code, a closed session was held during the Committee Meeting of February 4, 2020 for the purposes of seeking the Board's attorney's advice with respect to pending or contemplated litigation, a settlement offer, or other matters that are exempt from public disclosure under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas (Article X, Section 9 of the State Bar Rules), to wit:
- a) Lone Star Investments

OPEN SESSION

FULL BOARD

38. The following registered speakers representing Black Car, Inc. & Black Car Owner Operators addressed the Board:
- Kirubel Kebede
Kaldidan Edjigu
Yeshiwas Ejigu
Sahle Ghebrekristos
Mulugeta Zewdie
39. Next Committee meetings – March 3, 2020
Next Regular Board meeting – March 5, 2020