MINUTES OF THE
DALLAS-FORT WORTH INTERNATIONAL AIRPORT BOARD
April 3, 2014
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 Administration Building of the Dallas-Fort Worth International Airport at 8:30 a.m., on Thursday, April 3, 2014, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

Lillie Biggins, Chair	Curtis E. Ransom
Sam Coats, Vice Chair	Forrest Smith
Francisco Hernandez, Secretary	William Tsao
Mayor Mike Rawlings	Bernice J. Washington
Mayor Betsy Price	Mayor Beth Van Duyne[1]
Regina Montoya	

Board staff in attendance:
Sean Donohue, Ken Buchanan, Chris Poinsatte, Phil Ritter, Linda Valdez Thompson, Rob Darby, Elaine Rodriguez, Thomas Dallas, William Flowers, Tamela Lee, Luis Perez, Perfecto Solis, Greg Spoon, Byford Treanor, David Magana, Donna Schnell and Paula Purdy

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AGENDA

A. The invocation was given by Chaplain "DD" Hayes.

B. Pledge of Allegiance was recited.

C. Announcements
- Lillie Biggins, Chair, announced the passing of attorney Ray Hutchison who helped establish and finance DFW Airport from its inception.

Announcements by Sean Donohue, CEO
- DFW's Women's Initiative Network (WIN) hosted the 10th Annual Women's Conference at the Hyatt Regency DFW Hotel.
- Dallas will host the 2014 Airports Council International - North America (ACI-NA) Concessions, Finance, Legal and Human Capital Conference, April 7-9, 2014.
- DFW recently hosted two U.S. State Department sponsored delegations, one from China and one from Europe.
- As a result of Air Service Development (ASD) missions over the past year, DFW has hosted several other delegations including a Brazilian delegation from BrasTrading led by the Dallas Regional Chamber of Commerce and the Fort Worth Chamber of Commerce.
- A tribute was paid to Dan Hagan, retiring from American Airlines as Managing Director of State and Community Affairs. His successor, Chuck Allen was introduced.

[1] Non-voting Board Member from the City of Irving.

- Emirates will be bringing scheduled A380 service to DFW Airport beginning October 1, 2014.

D. The Minutes of the Regular Board Meeting of March 1, 2014 were approved.

E. Air Service Highlights were presented by Luis Perez, VP Air Service Development.

F. The Federal Public Policy Update was presented by Brandon Steinmann, AVP Government Relations; Phil Ritter, EVP Government & Stakeholder Relations; and Mike Goldman of Silverberg, Goldman & Bikoff.

G. Financial Report was presented by Chris Poinsatte, CFO/EVP Finance and ITS.

H. The TRIP Update was presented by Perfecto Solis, VP Airport Development and Engineering.

RETIREMENT/INVESTMENT COMMITTEE REPORT

Retirement/Investment Committee Vice Chair Bernice J. Washington reported that the Committee met on Tuesday, April 1, 2014 at 12:30 p.m., in the Board Room of the Administration Building and recommended approval of the following:

1. The Minutes of the Retirement/Investment Committee Meeting of March 4, 2014 were approved during the Committee Meeting of April 1, 2014.

Action Items for Consideration

2. The Airport Board unanimously adopted Resolution 2014-04-076 to approve execution of required documents to invest DFW Retirement Funds in the Credit Suisse Cushing 30 Master Limited Partnership Index ETN MLPN, in an amount not to exceed $20,000,000.

3. The Airport Board unanimously adopted Resolution 2014-04-077 to approve termination of the Investment Agreement for the DFW Retirement Plans with ICC Capital Management.

OPERATIONS COMMITTEE REPORT

Operations Committee Chair Sam Coats reported that the Committee met on Tuesday, April 1, 2014 at 12:45 p.m., in the Board Room of the Administration Building and recommended approval of the following:

4. The Minutes of the Operations Committee Meeting of March 4, 2014 were approved during the Committee Meeting of April 1, 2014.

Consent Items for Consideration

5. The Airport Board unanimously adopted Resolution 2014-04-078 to approve execution of a Contract Modification for additional incremental work under Supplemental Agreement 15, Contract 8500285, Terminal D Jetbridge Modifications, with Jacobs Engineering Group Inc., in an amount not to exceed $178,712.

6. The Airport Board unanimously adopted Resolution 2014-04-079 to approve execution of a Communications System Agreement between the DFW Airport Board and the City of Fort Worth (CFW) authorizing the DFW Airport Department of Public Safety to operate DFW Airport Board radio equipment on the CFW P25 Trunked Voice Radio System.

Action Items for Consideration

7. The Airport Board unanimously adopted Resolution 2014-04-080 to approve execution of a Contract Modification for additional incremental work under Supplemental Agreement 02, Contract 9500496, DFW Consolidated Headquarters, with Turner Omega Howard Joint Venture, in an amount not to exceed $6,979,740.

8. The Airport Board unanimously adopted Resolution 2014-04-081 to approve execution of a Change Order to Contract 9500499, Indefinite Delivery of Civil Construction Services, with Gilbert May Inc., dba Phillips/May Corporation, in an amount not to exceed $3,500,000.

9. The Airport Board unanimously adopted Resolution 2014-04-082 to approve execution of a Change Order to Contract 9500462, Parking Control System Infrastructure – South Service Road Ramp Replacement / Plaza Demo Reconciliation, with Thos. S. Byrne, Ltd., in an amount not to exceed $1,910,156.

10. The Airport Board unanimously adopted Resolution 2014-04-083 to approve execution of Contract 9500497, Taxiway L Reconstruction, with Haydon Building Corp., in an amount not to exceed $39,798,691.

11. The Airport Board unanimously adopted Resolution 2014-04-084 to approve execution a Delivery Order to Contract 9500494, Construction Services for the Job Order Contract with Gilbert May, Inc. dba Phillips/May Corporation, in an amount not to exceed $3,848,262.81. This Resolution supersedes and replaces prior Resolution 2014-02-028, which is rescinded in its entirety. The final Action was revised as set forth herein following posting of the Agenda.)

12. The Airport Board unanimously adopted Resolution 2014-04-085 to approve execution of Contract 7006019, Air Conditioning Filters and Supplies, with GlasFloss Industries, dba Filter Systems, in an amount not to exceed $391,000.

13. The Airport Board unanimously adopted Resolution 2014-04-086 to approve execution of Contract 7005933, Public Facilities Mechanical, Electrical and Plumbing Maintenance Services, with JBT AeroTech, Airport Services, in an amount not to exceed $6,424,005.68.

14. The Airport Board unanimously adopted Resolution 2014-04-087 approve award of two contracts for Snow and Ice Removal Equipment Parts: Contract 7006040, Vammas-Brand Equipment, with Fortbrand Services, Inc., in an amount not to exceed $300,000; and Contract 7006041, M-B Companies-Branded Front-Mounted Broom Equipment, with M-B Companies, Inc., in an amount not to exceed $150,000. Total amount of action is $450,000.

15. The Airport Board unanimously adopted Resolution 2014-04-088 to approve award of Purchase Order 267706, Aircraft Rescue Fire Fighting Apparatus, to Siddons Martin Emergency Group, LLC, in the amount of $3,598,428.22.

Discussion Item

16. TRIP Working Group Update was presented in item H above.

Terminal Renewal and Improvement Program Action Items for Consideration

17. The Airport Board unanimously adopted Resolution 2014-04-089 to approve execution of a Contract Modification for additional incremental work under Supplemental Agreement 8, Contract 9500421, Terminal Renewal and Improvement Program – Terminal A Enhanced Parking Structure, with Balfour/Azteca/Russell/CARCON, a joint venture, in an amount not to exceed $23,811,482.

18. The Airport Board unanimously adopted Resolution 2014-04-090 to approve execution of Contract 5000969, Terminal Renewal and Improvement Program – Terminal A Vault C, in an amount not to exceed $321,591 and Contract 5000968, Terminal Renewal and Improvement Program – Terminal B Vault A, in an amount not to exceed $321,591, with Oncor Electric Delivery Company, LLC..

Discussion Items

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

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

FINANCE/AUDIT COMMITTEE REPORT

Finance/Audit Committee Chair Francisco Hernandez reported that the Committee met on Tuesday, April 1, 2014 at 1:00 p.m., in the Board Room of the Administration Building and recommended approval of the following:

21. The Minutes of the Finance/Audit Committee Meeting of March 4, 2014 were approved during the Committee Meeting of April 1, 2014.

22. The Financial Report was presented in item G above.

Consent Items for Consideration

23. The Airport Board unanimously adopted Resolution 2014-04-091 to Ratify Purchase Order 268216, Emergency Repairs to Uninterruptable Power Source Equipment, with Trane US, Inc., in the amount of $79,381.05.

24. The Airport Board unanimously adopted Resolution 2014-04-092 to approve an increase to Legal Services Contract 8004899, with the law firm of Cantey Hanger, L.L.P., in the amount of $100,000, for a new not-to-exceed amount of $250,000.

Action Items for Consideration

25. The Airport Board unanimously adopted Resolution 2014-04-093 to approve Common Use Gate Prioritization Policy Revision.

26. The Airport Board unanimously adopted Resolution 2014-04-094 to approve execution of Contract 7005992, Electronic Visual Information Display Systems (EVIDS) and Installation Services, with Hamilton Group, in an amount not to exceed $10,970,098.90.

27. The Airport Board unanimously adopted Resolution 2014-04-095 to approve execution of Contract 7006028, Extended Manufacturers Warranty for Thermal Imaging Cameras, with FLIR Systems, Inc., in an amount not to exceed $768,000.

28. This item was deferred at the request of staff. Approve expenditures of the Public Facility Improvement Corporation (PFIC) Board: for design and construction of the Southgate Hyatt Place Hotel in an amount not to exceed $21 million; for product and design assistance in an amount not to exceed $85,000; for hotel management and pre-opening expenses in an amount not to exceed $2 million; and for asset management expenses in an amount not to exceed $210,000.

Discussion Items

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

30. Monthly M/WBE Expenditure Report was distributed to the Board.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE REPORT

Concessions/Commercial Development Committee Chair Curtis E. Ransom reported that the Committee met on Tuesday, April 1, 2014 at 1:15 p.m., in the Board Room of the Administration Building and recommended approval of the following:

31. The Minutes of the Concessions/Commercial Development Committee Meeting of March 4, 2014 were approved during the Committee Meeting of April 1, 2014.

Discussion Items

32. Concessions Update was not presented.

33. Concessions Sales Update was distributed to the Board

34. No Permits were issued by Concessions.

35. Commercial Development Update was not presented.

36. Marketing Update was not presented.

FULL BOARD

Action Item for Consideration

37. The Airport Board unanimously adopted Resolution 2014-04-096 to approve execution of Contract 8004911, Executive-Level Recruitment Services, with SSI (U.S.) Inc. d/b/a Spencer Stuart, in an amount not to exceed $200,000.

CLOSED SESSION

38. In accordance with the provisions of Section 551.071 of the Texas Government Code, a closed session was not held for the purpose 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) Dallas/Fort Worth International Airport Board v. Association of Taxicab Operators, USA

    (b) Potential claim related to consulting agreement with Vizant

    And,

    In accordance with provisions of Section 551.072 of the Texas Government Code, a closed session was not held relating to the purchase, exchange, lease, or value of real property if deliberations in an opening meeting would have a detrimental effect on the negotiating position of the Board, to wit:

    (c) North Airport Commercial Development Opportunities

And,

In accordance with provisions Section 551.076 of the Texas Government Code, the Texas Open Meetings Act, a closed session was not held for deliberations regarding the deployment or specific occasions for implementation of security personnel or devices, to wit:

(d) Terminal Security

OPEN SESSION

Discussion Items

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

40. Next Committee meetings – April 29, 2014
    Next Regular Board meeting – May 1, 2014