

DALLAS-FORT WORTH INTERNATIONAL AIRPORT BOARD
FEBRUARY 2, 2017
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, February 2, 2017, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

Sam Coats, Chair	Henry Borbolla III
William Meadows, Vice Chair	Matrice Ellis-Kirk
Regina Montoya, Secretary	Amir Rupani
Mayor Mike Rawlings	Bernice J. Washington
Mayor Betsy Price	Karen Hunt ¹
Lillie Biggins	

Board staff in attendance:

Sean Donohue, John Ackerman, Ken Buchanan, Khaled Naja, Chris Poinsette, Linda Valdez Thompson, Rob Darby, Elaine Rodriguez, Alan Black, Zenola Campbell, Armin Cruz, Milton De La Paz, Rusty Hodapp, Robert Horton, Karen Kavanagh, Ollie Malone Jr., Casey Norton, Mike Phemister, Steve Shaffer, Nate Smith, Greg Spoon, John Terrell, Paul Tomme, Max Underwood, Michael Yip, Traci Henderson.

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AGENDA

- A. The Invocation was given by Chaplain DD Hayes.
- B. The Pledge of Allegiance was recited.
- C. Announcements by Sam Coats, Board Chair:
 - A moment of silence was held in memory of former DFW Board Member and Dallas Mayor, Robert Folsom.
 - New Board Member Matrice Ellis-Kirk, from the City of Dallas, was recognized and welcomed.
 - Board Members Bridget Lopez and Regina Montoya were congratulated on their reappointment by Dallas City Council to the Board.
 - Bernice Washington was thanked for agreeing to remain on the Board until the Dallas City Council appoints a new member.

Announcements by Sean Donohue, CEO:

- Board Member Sam Coats was recognized for his birthday on February 7.
- As a result of the Presidential Executive Order on the travel band this prior weekend, CEO Donohue addressed the Board and those in attendance and shared his observations on the positive and respectful actions of DFW personnel, Customs and Border Patrol, faith based community leaders and protesters.
- American Airlines, Terminal A Concessionaires, DFW Design Code and

Construction, DFW Board Chair Sam Coats, Vice Chair Bill Meadows and Board Member Bernice Washington and customers were thanked as the gates and customer facing facilities in Terminal A was completed.

- In partnership with Coca-Cola, The Business Development and Diversity department hosted a SOAR (Success through Opportunities, Access and Resources) Conference offering learning and networking programs for small, women, and minority owned businesses; in which Mr. Donohue addressed the audience.
- Executive Vice President of Revenue Management Ken Buchanan and Vice President of Concessions Zenola Campbell organized a Concessions' Owners Forum to allow the opportunity for concession owners to learn more about the DFW Strategic Plan, customer experience standards, recapping the year and shared the 2017 plans and goals for 2017.
- Chris Rivera, Talent Acquisition Supervisor, was recognized for receiving the Emerging Leader Award as well as Executive Vice President of Administration and Diversity, Linda Valdez Thompson for receiving the Visionary Leader Award as part of the Strategic HR Excellence Awards and Symposium.
- The annual DFW Leadership in Diversity and Inclusion Awards were awarded to the following DFW employees:
 - Priscilla Curley, Parking Department
 - Thuy Cobb, Parking Department
 - Vanessa Martin, Design, Code and Construction Department
 - Ron Duncan, Procurement Department
 - Glenn Miyashita, Finance Department
- New Vice President of Corporate Communications Casey Norton was introduced and welcomed.
- DFW Airport Media Highlights were presented.

D. Election of Officers

- Matrice Ellis-Kirk, appointed by the City of Dallas to fill Position 5, took the Oath of Office.
- The Election of the 2017 Officers was held and the following Officers were nominated and elected:
 - Sam Coats, Chair
 - William Meadows, Vice Chair
 - Regina T. Montoya, Secretary

E. The Minutes of the Regular Board Meeting of January 5, 2017 were approved.

F. Air Service Highlights were presented by Milton De La Paz Vice President Airline Relations.

G. The Financial Report was presented by Chris Poinsette Executive Vice President Finance and Information Technology Services.

OPERATIONS COMMITTEE

Operations Committee Chairman William Meadows reported that the Committee met on Tuesday, January 31, 2017, 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 3, 2017 were approved during the Committee Meeting of January 31, 2017.

Action Items for Consideration

2. The Airport Board unanimously adopted Resolution No. 2017-02-020 to approve the authorization to accept funding from FY2016 Urban Area Security Initiative Grant #3165801; that the Board agrees that the project 2016 UASI - DFW Airport Board - Hazmat Monitor will be operated through DFW Department of Public Safety; that the Board agrees that in the event of loss or misuse of the Office of the Governor funds, Board assures that the funds will be returned to the Office of the Governor in full; that the Board designates the Director of the Department of Public Safety as the grantee's authorized official and gives the authorized official the power to apply for, accept, reject, alter or terminate the grant on behalf of the applicant agency; and that the Board approves submission of the grant application for the 2016 UASI-DFW Airport Board-Hazmat to the Office of the Governor.
3. The Airport Board unanimously adopted Resolution No. 2017-02-021 to approve the execution of Contract No. 7006480, for Skylink Infrastructure Rough Order of Magnitude Estimate, with Bombardier Transportation (Holdings) USA Inc., of Pittsburgh, Pennsylvania, in an amount not to exceed \$262,000.00 for the term of six months.
4. The Airport Board unanimously adopted Resolution No. 2017-02-022 to approve the execution of Contract No. 7006451 for Joint Sealant Material, with The Willamette Valley Company, of Eugene, Oregon, in an amount not to exceed \$444,600.00 for the initial one year Contract term with options to renew for four additional one-year periods, subject to funding availability.
5. The Airport Board unanimously adopted Resolution No. 2017-02-023 to approve the execution of Contract No. 7006458, for Supply of Herbicide, with Crop Production Services of Houston, Texas, in an amount not to exceed \$460,862.30 for the initial one year Contract term with options to renew for four additional one-year periods, subject to funding availability.
6. The Airport Board unanimously adopted Resolution No. 2017-02-024 to approve the execution of Contract No. 7006446, for Industrial Maintenance Services for the Energy Plaza, with Trane US, Inc., of Carrollton, Texas, in an amount not to exceed \$800,000.00, for the initial one year term of the Contract, with options to renew for four additional one-year periods, subject to funding availability.
7. The Airport Board unanimously adopted Resolution No. 2017-02-025 to approve authorization to award Contract No. 7006472, for the Supply of Natural Gas, with the lowest priced, responsive company that submits its bid through an Airport-sponsored reverse auction procedure, in an amount not to exceed \$1,200,000.00, for the initial one-year term of the contract, with options to renew for four additional one-year periods subject to funding availability.

8. The Airport Board unanimously adopted Resolution No. 2017-02-026 to approve authorization to execute a deductive Change Order to Supplemental Agreement No. 05, Contract No. 9500496, Terminal E Landside Improvements, with Turner Omega Howard, of Dallas, Texas, in a deductive amount not less than (\$1,373,861.00) for a revised Contract amount not to exceed \$132,201,259.00.
9. The Airport Board unanimously adopted Resolution No. 2017-02-027 to approve the execution of Contract No. 9500586, for the TEX Rail Station at Terminal B, with Archer Western, of Irving, Texas, in an amount not to exceed \$28,436,503.00.

Terminal Renewal and Improvement Program Action Items for Consideration

10. The Airport Board unanimously adopted Resolution No. 2017-02-028 to approve the ratification of a Contract Modification to Supplemental Agreement No. 20, Contract No. 9500406, Terminal Renewal and Improvement Program - Terminal E Phase 4 Construction, with Manhattan/Byrne/JRT/3i, a Joint Venture, of Dallas, Texas in a deductive amount not less than (\$2,500,000.00), for a revised Contract amount not to exceed \$123,219,634.03.

Discussion Items

11. Construction and Professional Services Contract Increase(s) approved by Authorized Staff was distributed to the Board.
12. Decrease(s)/increase(s) in Scope of Work approved by Authorized Staff were distributed to the Board.

FINANCE/AUDIT COMMITTEE

Finance/Audit Committee Chair Regina Montoya reported that the Committee met on Tuesday, January 31, 2017, at 12:40 p.m., in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

13. The minutes of the Finance/Audit Committee Meeting of January 3, 2017 were approved during the Committee Meeting of January 31, 2017.
14. The Financial Report was presented by Max Underwood Vice President of Finance.

Consent Items for Consideration

15. The Airport Board unanimously adopted Resolution No. 2017-02-029 to approve authorization to increase Legal Services Contract No. 8004250 with the firm of Munck Wilson Mandala of Dallas, Texas, in an amount not to exceed \$50,000.00 for a revised Contract amount not to exceed \$98,750.00.
16. The Airport Board unanimously adopted Resolution No. 2017-02-030 to approve authorization to increase Legal Services Contract No. 8004936 with the firm of White & Wiggins, LLP of Dallas, Texas in an amount not to exceed \$50,000.00, for a revised Contract amount not to exceed \$246,250.00.

17. The Airport Board unanimously adopted Resolution No. 2017-02-031 to approve authorization to increase Legal Services Contract No. 8004980 with the firm of Farrow-Gillespie & Heath LLP of Dallas, Texas, in an amount not to exceed \$50,000.00 for a revised Contract amount not to exceed \$98,750.00.
18. The Airport Board unanimously adopted Resolution No. 2017-02-032 to approve authorization to increase Contract No. 7004046, Parking Control System, with Skidata, Inc., of Hillsborough, New Jersey, in an amount not to exceed \$110,000.00 for a revised Contract amount not to exceed \$26,030,393.66.
19. The Airport Board unanimously adopted Resolution No. 2017-02-033 to approve the execution of Contract No.7006459, for NetBrain Software Solutions with CDW Government LLC, of Vernon Hills, Illinois, in an amount not to exceed \$158,271.00 for the initial one year term of the Contract with options to renew for four additional one year periods, subject to funding availability.
20. The Airport Board unanimously adopted Resolution No. 2017-02-034 to approve authorization to exercise options for multi-year Contracts for the third quarter of Fiscal Year 2017.

Action Items for Consideration

21. The Airport Board unanimously adopted Resolution No. 2017-02-035 to approve the execution of Contract No. 8005128, for Canada Travel and Trade Mission Consultant, with Development Counsellors International, Ltd., of New York, New York, in an amount not to exceed \$350,000.00 for a term of one year.
22. The Airport Board unanimously adopted Resolution No. 2017-02-036 to approve the execution of Contract No. 7006444, for Parking Online Booking and Yield Management System, with ADVAM Ltd., of Manchester, England, in an amount not to exceed \$315,093.00, for the initial three-year term, with options to renew annually for additional one-year periods, subject to funding availability.
23. The Airport Board unanimously adopted Resolution No. 2017-02-037 to approve authorization to ratify Contract No. 8005126, for Interim Chief Information Officer Consulting Services, with Randstad Professionals US, LP, d.b.a. Tatum, of Woburn, Massachusetts, in an amount not to exceed \$250,000.00, for a Contract term not to exceed four-months.
24. The Airport Board unanimously adopted Resolution No. 2017-02-038 to approve authorization to award Contract No. 7006442, for Oracle Hardware and Support Services, to Viscosity North America, of Dallas, Texas in an amount not to exceed \$1,500,000.00 for the initial one year term, with options to renew for four additional one-year periods, subject to funding availability.
25. The Airport Board unanimously adopted Resolution No. 2017-02-039 to approve the execution of Contract No. 8500342, for IT Indefinite Delivery Design Services, with Faith Group, LLC, of St. Louis, Missouri, in an amount not to exceed \$5,000,000.00.
26. The Airport Board unanimously adopted Resolution No. 2017-02-040 to approve authorization to bind and procure an Insurance Policy for All-Risk Property Insurance, with Lexington Insurance Company, of Boston, Massachusetts, in an amount not to exceed \$4,385,193.00 for the policy period incepting March 1, 2017.

27. The Airport Board unanimously adopted Resolution No. 2017-02-041 to approve the execution of Purchase Order No. 272953, for X-Ray Screening Equipment, to Astrophysics, Inc., of Industry, California, in an amount not to exceed \$399,130.00.
28. The Airport Board unanimously adopted Resolution No. 2017-02-042 to approve the execution of Purchase Order No. 272955, for Climate Control Coolers, to T-Star Services, LLC, of Forest Hill, Texas, in an amount not to exceed \$871,990.00.
29. The Airport Board unanimously adopted Resolution No. 2017-02-043 to approve authorization to approve a lease agreement between DFW Airport (as Lessor) and ALX Cargo Center IAH LLC (as Lessee), for the lease of Cold Chain Facility equipment for a term of 5 years with an option to purchase the equipment at a minimum of fair market value after the second year.
30. The Airport Board unanimously adopted Resolution No. 2017-02-044 to approve authorization to award Contract No. 7006478, for Radio Frequency Identification and Real-Time Location Hardware/Software and Support Services, with RFID Global Solution, Inc., of Reston, Virginia, for an amount not to exceed \$275,034.00, for the initial one-year term of the contract with options to renew for additional one-year periods, subject to funding availability.

Discussion Items

31. The Department of Audit Services' Quarterly Audit Update was presented by Rob Darby, Director Audit Services.
32. Monthly D/S/M/WBE Expenditure Report was distributed to the Board.
33. Purchase Orders/Contracts and Professional Services Contracts approved by Authorized Staff were distributed to the Board.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

Concessions/Commercial Development Committee Vice Chair Lillie Biggins reported that the Committee met on Tuesday, January 31, 2017, at 12:55 p.m., in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

34. The minutes of the Concessions/Commercial Development Meeting of January 3, 2017 were approved during the Committee Meeting of January 31, 2017.

Consent Items for Consideration

35. The Airport Board unanimously adopted Resolution No. 2017-02-045 to approve authorization to reject all bids received for Solicitation No. 7006295; and to award and execute Contract No. 7006439, for Food Inspection Services for Airport Concessions, to A+ Food Industry Inspections, Inc., of Frisco, Texas in the amount of \$67,400.00 for the initial one year term, with options to renew for four additional one-year periods, subject to funding availability.
36. The Airport Board unanimously adopted Resolution No. 2017-02-046 to approve the execution Purchase Order No. 272946, for Floor Maintenance Equipment, to Torrez Paper Company, of Farmers Branch, Texas, in the amount of \$288,221.00.

Action Items for Consideration

37. The Airport Board unanimously adopted Resolution No. 2017-02-047 to approve the execution of a Sublease Agreement with SP+ Transportation, an operating division of SP Plus Corporation ("Subtenant") for approximately 13,280 square feet of warehouse and office space to maintain equipment for the Terminal Link business.

Discussion Items

38. Commercial Development Short-Term Licenses were distributed to the Board.
39. Permits Issued by Concessions were distributed to the Board.

FULL BOARD

Discussion Items

40. Registered Speakers (item unrelated to agenda items)

The following person(s) were registered to speak but were not in attendance:

1. Philip Kingston, City of Dallas
 2. Angela Hunt, DFW Detained
 3. Chris Hamilton, DFW Detained
41. Next Committee meetings – March 7, 2017
Next Regular Board meeting – March 9, 2017