

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
JUNE 29, 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, June 29, 2017, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

Sam Coats, Chair	Henry Borbolla
William Meadows, Vice Chair	Bridget M. Lopez
Regina Montoya, Secretary	Matrice Ellis-Kirk
Councilmember Lee Kleinman ¹	Eddie Reeves
Mayor Pro Tem Dennis Shingelton ²	Amir Rupani
Lillie Biggins	Karen Hunt ³

Board staff in attendance:

Sean Donohue, John Ackerman, Ken Buchanan, Chad Makovsky, Khaled Naja, Chris Poinsette, Rob Darby, Elaine Rodriguez, Julio Badin, Jeff Benvegno, Alan Black, Zenola Campbell, Armin Cruz, Milton De La Paz, Rusty Hodapp, Karen Kavanagh, Tamela Lee, Ollie Malone, Sharon McCloskey, Mike Phemister, Nate Smith, Greg Spoon, Ali Tafreshi, John Terrell, Paul Tomme, Max Underwood, Kevin Smith, Donna Schnell.

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AGENDA

- A. The Invocation was given by Board Chair Sam Coats.
- B. The Pledge of Allegiance was recited.
- C. Announcements by Board Chair Sam Coats:
 - Councilmember Lee Kleinman from the City of Dallas and Mayor Pro Tem Dennis Shingelton from the City of Fort Worth were welcomed.Announcements by Sean Donohue, CEO:
 - DFW will participate in the United States Hispanic Chamber of Commerce Annual Conference in October. Board Member Regina Montoya recently attended a kick-off reception where the Chamber shared its goals for the conference.
 - Last month DFW held a forum to let vendors and contractors know about upcoming business opportunities here at the Airport. More than 300 participants attended the forum. Board Members Amir Rupani, Eddie Reeves and Henry Borbolla also attended and supported the event.
 - Julio Badin, the new Senior Vice President of Customer Experience was introduced.
- D. The minutes of the Regular Board Meeting of June 1, 2017 were approved.

¹ Designated voting representative by the City of Dallas

² Designated voting representative by the City of Fort Worth

³ Non-Voting Board Member from the City of Coppell

- E. Air Service Highlights were presented by Milton De La Paz Vice President Airline Relations.
- F. The Financial Report was presented by Chris Poinatte, Executive Vice President Finance and ITS.

RETIREMENT/INVESTMENT COMMITTEE

Retirement/Investment Committee Chairman Henry Borbolla reported that the Committee met on Tuesday, June 27, 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 Retirement/Investment Committee Meeting of May 30, 2017 were approved during the Committee Meeting of June 27, 2017.

Discussion Item

- 2. External Audit of the Pension Plans was presented by Phyliss Dunn with Deloitte & Touche during the Committee Meeting of June 27, 2017.

OPERATIONS COMMITTEE

Operations Committee Chairman William Meadows reported that the Committee met on Tuesday, June 27, 2017 at 12:40 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 Meetings of May 30, 2017 were approved during the Committee Meeting of June 27, 2017.

Action Items for Consideration

- 4. The Airport Board unanimously adopted Resolution No. 2017-07-135 to approve execution of Contract No. 8005140, for Aviation Security Clearance Services, with Telos Identity Management Solutions, LLC DBA Telos ID, of Ashburn, Virginia, in an amount not to exceed \$460,900.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods, subject to funding availability.
- 5. The Airport Board unanimously adopted Resolution No. 2017-07-136 to approve execution of Purchase Order No. 273187, for Self Contained Breathing Apparatus, to Casco Industries, Inc., of Grand Prairie, Texas, in the amount of \$804,612.00.
- 6. The Airport Board unanimously adopted Resolution No. 2017-07-137 to approve execution of Purchase Order No. 273180, for Replacement Vehicles, to Sam Pack's Five Star Ford, of Carrollton, Texas, in the amount of \$324,226.00.
- 7. The Airport Board unanimously adopted Resolution No. 2017-07-138 to approve execution of an Amended and Restated Contract No. 7005350, for Skylink Operations and Maintenance, with Bombardier Transportation (Holdings) USA, Inc., of Pittsburgh, Pennsylvania, decreasing the total Contract amount by (\$440,449.00), for a new revised Contract amount not to exceed \$166,367,345.90.

8. The Airport Board unanimously adopted Resolution No. 2017-07-139 to approve increase to Contract No. 7005350, for Skylink Operations and Maintenance, with Bombardier Transportation (Holdings) USA, Inc., of Pittsburgh, Pennsylvania, in an amount not to exceed \$377,589.00, for a revised Contract amount not to exceed \$166,744,934.90.
9. The Airport Board unanimously adopted Resolution No. 2017-07-140 to approve increase to Contract No. 7005350, for Skylink Operations and Maintenance, with the Bombardier Transportation (Holdings) USA, Inc. of Pittsburgh, Pennsylvania, in an amount not to exceed \$1,410,000.00, for a revised Contract amount not to exceed \$168,154,934.90.
10. The Airport Board unanimously adopted Resolution No. 2017-07-141 to approve execution of Contract No. 7006506, for Enterprise Conveyance Systems Maintenance Repair Services, with EMR Elevator, Inc., of Arlington, Texas, in the amount not to exceed \$23,739,629.00 for the initial five-year term of the Contract.
11. The Airport Board unanimously adopted Resolution No. 2017-07-142 to approve execution of Contract No. 9500592, North Cell Phone Lot, with North Texas Contracting, Inc. of Keller, Texas, in an amount not to exceed \$1,074,844.00.
12. The Airport Board unanimously adopted Resolution No. 2017-07-143 to approve execution of a Change Order to increase Contract No. 9500589, Terminal B Lower Gate Electrification, with J.C. Commercial, Inc., of Lewisville, Texas, in the amount of \$383,967.13, for a revised amount of \$3,821,744.13.
13. The Airport Board unanimously adopted Resolution No. 2017-07-144 to approve increase to Contract No. 8500326, for Estimating, Cost Management and Scheduling Services with Turner & Townsend Inc., of Fort Worth, Texas, in the amount not to exceed \$4,000,000.00, for a revised Contract amount not to exceed \$14,500,000.00.
14. The Airport Board unanimously adopted Resolution No. 2017-07-145 to approve execution of Contract No. 8500354 Design and Design Management - Civil (without Federal Provisions) with Garver, of Dallas, Texas, in an amount not to exceed \$7,500,000.00 for the initial five years of the Contract.
15. The Airport Board unanimously adopted Resolution No. 2017-07-146 to approve execution of Contract No. 8500347 Design and Design Management - Civil (without Federal Provisions) with IEA, Inc., of Dallas, Texas, in an amount not to exceed \$7,500,000.00 for the initial five years of the Contract.
16. The Airport Board unanimously adopted Resolution No. 2017-07-147 to approve execution of Contract No. 8500353 Design and Design Management - Civil (with Federal Provisions) with Parsons Brinckerhoff, Inc., of Dallas, Texas, in an amount not to exceed \$22,500,000.00 for the initial five year term of the Contract.
17. The Airport Board unanimously adopted Resolution No. 2017-07-148 to approve execution of Contract No. 8500346 Design and Design Management - Civil (with Federal Provisions) with RS&H, Inc., of Dallas, Texas, in the amount not to exceed of \$22,500,000.00 for the initial five year term of the Contract.

Discussion Items

18. There were no Construction and Professional Services Contract Increase(s) approved by Authorized Staff.

19. There were no Decrease(s)/Increase(s) in Scope of Work approved by Authorized Staff.

FINANCE/AUDIT COMMITTEE

Finance/Audit Committee Chair Regina Montoya reported that the Committee met on Tuesday, June 27, 2017 at 1:00 p.m. in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

20. The minutes of the Finance/Audit Committee Meeting of May 30, 2017 were approved during the Committee Meeting of June 27, 2017.
21. The Financial Report was presented by Max Underwood, Vice President of Finance.

Consent Items for Consideration

22. The Airport Board unanimously adopted Resolution No. 2017-07-149 to approve execution of Contract No. 8005153, for Federal Legislative Consultants, with Atlas Advocacy, LLC, of Washington, D.C., in an amount not to exceed \$219,000.00, for a term of one year, with options to renew annually, subject to funding availability.
23. The Airport Board unanimously adopted Resolution No. 2017-07-150 to approve execution of Contract No. 8005145, for Radio System Consulting Services, with Moye I.T. Consulting, LLC dba Moye Consulting, of Irving, Texas, in an amount not to exceed \$299,500.00, for a term of twenty months.

Action Items for Consideration

24. The Airport Board unanimously adopted Resolution No. 2017-07-151 to approve adjustment of components of the previously approved use of Contingency in the Approved FY 2017 Budget.
25. The Airport Board unanimously adopted Resolution No. 2017-07-152 to approve execution of Contract No. 7006505, for Gate Attendant Services (Unarmed), to Boutchantharaj Corporation dba DFW Security Protective Force, of Fort Worth, Texas, in an amount not to exceed \$489,668.80, for the initial one-year term of the Contract with options to renew for four additional one year periods.
26. The Airport Board unanimously adopted Resolution No. 2017-07-153 to approve the Finance/Audit Committee Charter.
27. The Airport Board unanimously adopted Resolution No. 2017-07-154 to approve extension and increase to Contract No. 7006038, for Microsoft Enterprise Software License, with SHI Government Solutions, Inc., of Austin, Texas, in an amount not to exceed \$1,679,358.00, for a thirty-four month term of the Contract for a revised Contract amount not to exceed \$3,779,358.00.
28. The Airport Board unanimously adopted Resolution No. 2017-07-155 to approve new 40-year licenses for Flint Hills Resources, LLC and Explorer Pipeline Company to maintain underground jet fuel pipelines that supply fuel to the DFW Airport consolidated jet fuel storage and delivery system.

29. The Airport Board unanimously adopted Resolution No. 2017-07-156 to approve the Schedule of Charges as amended for Fiscal Year 2018.
30. The Airport Board unanimously adopted Resolution No. 2017-07-157 to approve the FY 2018 Operation Revenue and Expense Fund Budget (Fund 102).

Discussion Items

31. Monthly D/S/M/WBE Expenditure Report was distributed to the Board.
32. Purchase Orders/Contracts and Professional Service Contract approved by Authorized Staff were distributed to the Board.
33. Permits and Agreements issued by Aviation Real Estate were distributed to the Board.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

Concessions/Commercial Development Committee Vice Chair Lillie Biggins reported that the Committee met on Tuesday, June 27, 2017, at 1:20 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 May 30, 2017 were approved during the Committee Meeting of June 27, 2017.

Consent Items for Consideration

35. The Airport Board unanimously adopted Resolution No. 2017-07-158 to approve authorization to reconcept Lease No. 008353 between the Dallas Fort Worth International Airport and Corliss Stone-Littles, LLC d/b/a Swarovski).
36. The Airport Board unanimously adopted Resolution No. 2017-07-159 to approve execution of Contract No. 7006513, for Janitorial Cleaning Supplies, with Interline Brands, Inc. dba SupplyWorks, of Fort Worth, Texas, in an amount not to exceed \$158,977.15, for the one-year and two month term of the Contract.

Action Items for Consideration

37. The Airport Board unanimously adopted Resolution No. 2017-07-160 to approve execution of leases with retail and spa providers for Terminals C and D as recommended by the DFW Selection Committee.
38. This item was deferred until August 2017. Approve execution of a Lease Agreement with GLC@PP, LP ("Tenant") for approximately 80 acres of land.
39. This item was deferred until August 2017. Approve execution of a Reimbursement Agreement with GLC@PP, LP ("Tenant") for an amount not to exceed \$29,750,000.00.
40. This item was deferred until August 2017. Approve purchase of 84.2 Ephemeral In Stream and Legacy credits from Rocking K and Red Oak Mitigation Banks for \$163,088 to mitigate the impact on 408 linear feet of ephemeral tributary located at Passport Park.

FULL BOARD

41. There were no registered speakers.
42. Next Committee meetings – August 8, 2017
Next Regular Board meeting – August 10, 2017