

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
FEBRUARY 14, 2019
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 14, 2019, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

William Meadows, Chair	Madeleine Johnson
Matrice Ellis-Kirk, Vice Chair	Raj Narayanan
Henry Borbolla III, Secretary	Mario Quintanilla
Mayor Mike Rawlings	Eddie Reeves
Lillie Biggins	Darlene Freed ¹

Board staff in attendance:

Sean Donohue, John Ackerman, Ken Buchanan, Chad Makovsky, Khaled Naja, Chris Poinatte, Paul Puopolo, Rob Darby, Elaine Rodriguez, Julio Badin, Jeff Benvegna, Alan Black, Lance Bodine, Zenola Campbell, Armin Cruz, Milton De La Paz, Rusty Hodapp, Robert Horton, Tammy Huddleston, Tamela Lee, Sharon McCloskey, Casey Norton, Mike Phemister, Paul Sichko, Greg Spoon, John Terrell, Max Underwood, Michael Yip, Michael Youngs, 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 Mario Quintanilla from the City of Dallas was introduced. Ben Leal who was also recently appointed will join us in March.
 - Lillie Biggins announced that her last Board meeting will be in March. A formal farewell will be held for her at the April meeting.
 - Regina Montoya and Sam Coats recently completed their service to the Board and were recognized and presented with gifts and resolutions. Ms. Montoya has been on the board since 2013 and Mr. Coats since 2012.
 - Michael Donnelly, TSA Federal Security Director; Dave McCanlas, CBP Acting Port Director; and Terry Biggio, FAA Regional Administrator were presented with a special recognition from the Board and Dallas and Fort Worth City Councils to thank them for their display of professionalism and dedication during the five weeks when the organizations worked without pay.
 - The North Texas Food Bank and Tarrant Area Food Bank provided groceries to those who worked without pay. Food pantries were set up at two locations on the airport.
- Announcements by Sean Donohue, CEO:
- DFW celebrated the Chinese New Year with the Greater Dallas Taiwanese Chamber of Commerce earlier this month. Mayor Rawlings was the keynote speaker and Chair Meadows received the Global vision Award.

¹ Non-voting Board Member from the City of Grapevine

- DFW also held its annual advocacy partners breakfast attended by our minority chambers and advocacy partners.
 - Recently we entered in to an agreement with Texas Christian University's Neely School of Business where students in the MBA program will gain professional experience to produce value-added business solutions for DFW Airport projects.
 - Lance Bodine, the new Vice President of the Integrated Operations Center, was introduced.
 - Representative from American Airlines presented DFW with a gift to recognize our employees for the recent ATW Airport of the Year award.
 - New Board Member Mario Quintanilla took the Oath of Office.
- D. The Election of the 2019 Officers was held and the following Officers were nominated and re-elected:
- William Meadows, Chair
 - Matrice Ellis-Kirk, Vice Chair
 - Henry Borbolla III, Secretary
- E. The minutes of the Regular Board Meeting of January 10, 2019 were approved.
- F. Air Service Highlights were presented by Naveen Bandla, Assistant Vice President Research and Analytics.
- G. The Financial Report was presented by Chris Poinsette, Executive Vice President Finance and ITS.
- H. The Customer Experience Update was presented by Julio Badin, Senior Vice President Customer Experience.

OPERATIONS COMMITTEE

Operations Committee Member Lillie Biggins reported that the Committee met on Tuesday, February 12, 2019 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 8, 2019 were approved during the Committee Meeting of February 12, 2019.

Consent Items for Consideration

2. The Airport Board unanimously adopted Resolution No. 2019-02-025 to approve amendment and restatement of the Software Marketing and Licensing Agreement dated September 4, 2014, with Precocity, LLC (formerly known as Dedo Interactive, Inc.), as amended on December 4, 2014 (the "Agreement"), to replace and supersede the Agreement to, among other things, amend the rights and responsibilities of the parties with respect to the sales and marketing of software products utilizing certain DFW Airport intellectual property relating to fire training.
3. The Airport Board unanimously adopted Resolution No. 2019-02-026 to approve execution of Contract No. 8005284, for Environmental Management System, with Vega Systems AB, of Stockholm, Sweden, in an amount not to exceed \$109,500.00, for the initial one-year term of the Contract, with option to renew for a one-year period.

Action Items for Consideration

4. The Airport Board unanimously adopted Resolution No. 2019-02-027 to approve execution of Purchase Order No. 275540 for Emergency Rescue Apparatus (Fire Trucks), to Siddons Martin Emergency Group, LLC, of Denton, Texas, in the amount of \$3,635,376.00.
5. The Airport Board unanimously adopted Resolution No. 2019-02-028 to approve an increase to Contract No. 9500577, Aircraft Hardstand Ramp Expansion, with Austin Bridge & Road, LP, of Irving, Texas, in an amount not to exceed \$886,689.85, for a revised Contract amount of \$41,892,310.11.
6. The Airport Board unanimously adopted Resolution No. 2019-02-029 to approve execution of Contract No. 9500656, South Cell Phone Lot, with North Texas Contracting, of Keller, Texas, in an amount not to exceed \$992,586.00, for the initial 180-day term of the Contract.
7. The Airport Board unanimously adopted Resolution No. 2019-02-030 to approve ratification of execution of Contract No. 9500683, for West Airfield Slope Failure Emergency Repair Services, with Austin Bridge & Road, LP, of Irving, Texas, in an amount not to exceed \$300,000.00, for the initial 90-day term of the Contract.
8. The Airport Board unanimously adopted Resolution No. 2019-02-031 to approve execution of Contract 7006749, for Fuel Separator Cleaning and Inspection Services, with Ace Pipe Cleaning, Inc., of Kansas City, Missouri, in an amount not to exceed \$1,625,500.00, for the initial three-year term of the Contract.

Discussion Items

9. There were no Construction and Professional Services Contract increase(s) approved by Authorized Staff for this reporting period.
10. Decrease(s)/increase(s) in Scope of Work approved by Authorized Staff were distributed to the Board.

FINANCE/AUDIT COMMITTEE

Finance/Audit Committee Vice Chair Eddie Reeves reported that the Committee met on Tuesday, February 12, 2019 at 12:35 p.m. in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

11. The minutes of the Finance/Audit Committee Meeting of January 8, 2019 were approved during the Committee Meeting of February 12, 2019.
12. Financial Report was presented by Max Underwood, Vice President of Finance during the Committee Meeting of February 12, 2019.

Consent Items for Consideration

13. The Airport Board unanimously adopted Resolution No. 2019-02-032 to approve authorization to exercise options for multi-year Contracts for the third quarter of Fiscal Year 2019.

14. The Airport Board unanimously adopted Resolution No. 2019-02-033 to approve execution of Contract No 7006757, for Tools for Oracle Application Development (TOAD) Software Licenses, with ImmixGroup, Inc. of McLean, Virginia, in an amount not to exceed \$230,000.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

Action Items for Consideration

15. The Airport Board unanimously adopted Resolution No. 2019-02-034 to approve execution of two Contracts for Global Investment Trend and Data Analysis: Contract No. 8005280, with CB Information Services, Inc., of New York, New York, in an amount not to exceed \$170,000.00; Contract No. 8005281, with Foresight Factory International, Inc., of New York, New York, in an amount not to exceed \$60,000.00. The initial term of the Contracts is one year, with options to renew annually. Total amount of action is \$230,000.00.
16. The Airport Board unanimously adopted Resolution No. 2019-02-035 to approve execution of Contract No. 8005279, for Innovation Program Modeling and Communication, with ThoughtForm, Inc., of Pittsburgh, Pennsylvania, in an amount not to exceed \$245,000.00, for the one-year term of the Contract, with options to renew annually.
17. The Airport Board unanimously adopted Resolution No. 2019-02-036 to approve authorization to bind and procure an Insurance Policy for Excess Workers' Compensation Insurance, with Colony Insurance Company in the amount of \$283,290.00 for the policy year effective March 1, 2019.
18. The Airport Board unanimously adopted Resolution No. 2019-02-037 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) in the amount of \$4,228,267.00 for the policy period effective March 1, 2019.
19. The Airport Board unanimously adopted Resolution No. 2019-02-038 to approve execution of Contract No. 7006771, for Copper Cable Equipment and Installation Services, with Real Network Services, Inc, of Dallas, Texas, in an amount not to exceed \$1,390,500.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

CLOSED SESSION

20. In accordance with provisions of Section 551.071 of the Texas Government Code, a closed session was held during the Finance/Audit Committee Meeting of February 12, 2019 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) Case No. 15-04833; styled The Dallas/Fort Worth International Airport Board v. Hensel Phelps Construction Company, in the 44th Judicial District of Dallas County, Texas
 - b) The Dallas/Fort Worth International Airport Board v. Hensel Phelps Construction Company and Kellogg Brown & Root, Inc. Cause No. DC -15-04400, in the 134th District Court, Dallas, County, Texas

OPEN SESSION

21. The Airport Board unanimously adopted Resolution No. 2019-02-039 to approve an increase to Contract No. 8005117 with the firm of Carrington, Coleman, Sloman & Blumenthal L.L.P. of Dallas, Texas, in an amount not to exceed \$700,000.00, for a revised contract amount of \$1,596,500.00.
22. The Airport Board unanimously adopted Resolution No. 2019-02-040 to approve authorization to enter into a Settlement and Release Agreement with Hensel Phelps Construction Company to settle the lawsuit styled Dallas/Fort Worth International Airport Board v. Hensel Phelps Construction Company.

Discussion Items

23. Department of Audit Services' Quarterly Audit Update was presented by Rob Darby, Director Audit Services, during the Committee Meeting of February 12, 2019.
24. Monthly D/S/M/WBE Expenditure Report was distributed to the Board.
25. 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 12, 2019 at 1:37 p.m., in the Board Room of the DFW Airport Headquarters Building and recommended approval of the following:

26. The minutes of the Concessions/Commercial Development Committee Meeting of January 8, 2019 were approved during the Committee Meeting of February 12, 2019.

Action Item for Consideration

27. The Airport Board unanimously adopted Resolution No. 2019-02-041 Approve execution of a Permit with Premium Port Dallas Fort Worth LLC d/b/a Plaza Premium Lounge to operate a meet and greet service concession.

Discussion Item

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

FULL BOARD

29. Registered speakers Jeff Foland with the Parking Spot, Ken Kundmueller with FreedomPark, and Noah Mehzun with Park 'N Fly addressed the Board regarding off-airport parking fees.

Registered speakers Bo Delp with UNITE HERE Local 23 and Stephanie Kopnang, a Sky Chefs' employee addressed the Board regarding wages and health insurance costs for the food services workers.

30. Next Committee meetings – March 5, 2019
Next Regular Board meeting – March 7, 2019