

MINUTES
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
Thursday, February 1, 2024
8:32 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 8:32 a.m., on Thursday, February 1, 2024, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

DeMetris Sampson, Chair	Vincent Hall
Vernon Evans, Vice Chair	Angela Hunt
Ben Leal, Secretary	Mario Quintanilla
Mayor Eric Johnson	Gloria Tarpley
Mayor Mattie Parker	Mayor Linda Martin ¹
Henry Borbolla III	

Board Staff in Attendance:

Sean Donohue, Ken Buchanan, Maruchy Cantu, Mohamed Charkas, Chris McLaughlin, Chris Poinsette, Paul Puopolo, Elaine Rodriguez, Aaron Muñoz, James W. Baker III

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AGENDA

- A. The invocation was given by Chaplain DD Hayes.
- B. The Pledge of Allegiance was recited.
- C. Angela Hunt was sworn in as the newest member of the DFW International Airport Board of Directors.
- D. Election of Officers:
 - The Election of the 2024 Officers was held, and the following Officers were nominated and elected:
 - DeMetris Sampson, Chair
 - Vernon Evans, Vice Chair
 - Ben Leal, Secretary
 - Chair Sampson began her tenure by paying tribute to former Chair Borbolla and thanking him for his service as Chair.
- E. Announcements by Sean Donohue, CEO:
 - Mr. Donohue gave remarks on former Chair Borbolla's tenure as Chair of the Board and welcomed Ms. Sampson as the new Chair of the Board.
 - Frontier Airlines announced they would be expanding their services at DFW beginning in April, which is an increase of approximately 40 percent.

¹ Non-voting representative from the City of Euless

- On January 11, DFW hosted more than 100 of DFW's concession owners and partners to attend the annual Concessions Owners Forum where concessionaries were able to hear from senior staff regarding airport developments.
 - On January 25, DFW hosted the Service Awards, an annual program where the Executive Leadership recognizes board employees celebrating a milestone anniversary with DFW.
- F. The Financial Report was presented by Chris Poinatte, EVP Finance and Information Technology.
- G. The Infrastructure and Development Divisional Update was presented by Mohamad Charkas, EVP Infrastructure and Development.
- H. The minutes of the Regular Board Meeting of January 11, 2024, were approved.

OPERATIONS COMMITTEE

Operations Committee Vice Chair Vernon Evans reported that the Committee met on Tuesday, January 30, 2024, at 12:30 p.m. and recommended approval of the following:

1. The minutes of the Operations Committee Meeting of January 9, 2024, were approved.

Consent Items for Consideration

2. The Airport Board unanimously adopted Resolution 2024-02-027, to increase contract no. 7006665, Propane Gas, with Northwest Butane Gas Co., dba Northwest Propane Gas Company of Carrollton, Texas, in an amount not to exceed \$300,000, for a revised not to exceed contract amount of \$2,856,312.50.
3. The Airport Board unanimously adopted Resolution 2024-02-028, to execute contract no. PA1213, for Uniforms & Accessories, with Galls LLC, of Lexington, Kentucky, in an amount not to exceed \$600,000, for the one-year term of the contract.

Action Items for Consideration

4. The Airport Board unanimously adopted Resolution 2024-02-029, to execute contract no. 9500834, for design and construction of Terminal F and Skylink Station with Innovation Next+, of Irving, Texas, in an amount not to exceed \$855,000,000, for the 1,100 calendar-day term of the contract; and execute change orders to such contract on an as-needed basis, in the aggregate amount not to exceed \$59,026,758, for a total action amount of \$914,026,758.
5. The Airport Board unanimously adopted Resolution 2024-02-030, to execute contract no. PA1081, for DCC Elevated Walkways Replacement, with James R. Thompson, Inc., (JRT) of Dallas, Texas, in an amount not to exceed \$1,280,008, for the 210 calendar-day term of the contract.
6. The Airport Board unanimously adopted Resolution 2024-02-031, to execute contract no. 8500431, for, Code Inspection and Plan Review, with Bureau Veritas North America, Inc., of Fort Worth, Texas, in an amount not to exceed \$10,000,000, for the five-year term of the contract.

7. The Airport Board unanimously adopted Resolution 2024-02-032, to execute contract no. 9500791, for design and construction of 19th Street Cargo Redevelopment, with J.E. Dunn Construction Company of Dallas, Texas, in an amount not to exceed \$167,342,146, for the 669 calendar-day term of the contract.
8. The Airport Board unanimously adopted Resolution 2024-02-033, to execute a Local Project Advance Funding Agreement (LPAFA) Amendment with Texas Department of Transportation (TxDOT) for the construction of the East West Connector Roadway in an amount not to exceed \$28,810,026.
9. The Airport Board unanimously adopted Resolution 2024-02-034, to execute contract no. PA1047, for Structural Assessments and Review Services, with Consor Engineers, LLC, of Fort Worth, Texas, in an amount not to exceed \$5,000,000, for the five-year term of the contract.

FINANCE, AUDIT, and IT COMMITTEE

Finance, Audit, and IT Committee Chair Gloria Tarpley reported that the Committee met on Tuesday, January 30, 2024, at 1:45 p.m. and recommended approval of the following:

10. The minutes of the Finance, Audit, and IT Committee Meeting of January 9, 2024, were approved.
11. The Financial Report was presented by Abel Palacios, VP Finance.

Consent Items for Consideration

12. The Airport Board unanimously adopted Resolution 2024-02-035, to enter into an interlocal agreement on behalf of the DFW International Airport with King County Metro Transit / Rail Division of Seattle, Washington, for the cooperative purchase of goods.
13. The Airport Board unanimously adopted Resolution 2024-02-036, to execute contract no. PA1289, for Office Supplies with Staples Contract & Commercial, LLC operating as Staples Business Advantage, of Irving, Texas, in an amount not to exceed \$200,000, for the one-year term of the contract, subject to funding availability.
14. The Airport Board unanimously adopted Resolution 2024-02-037, to bind and procure an Insurance Policy for Excess Workers' Compensation Insurance with Midwest Employers Casualty Insurance Company in the amount of \$306,897 for the policy year effective March 1, 2024.
15. The Airport Board unanimously adopted Resolution 2024-02-038, to execute contract no. PA1294, for On Demand Technical Training with Udemy, Inc., of San Francisco, California, for the initial one-year contract amount of \$31,422.14, and four, one-year options in the amount of \$285,810.00, for a total estimated contract amount of \$317,232.14; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.
16. The Airport Board unanimously adopted Resolution 2024-02-039, to issue purchase order no. DFW2658, for Sensor Programming & Data Normalization, with Climatec Merging Buildings & Technology, of Irving, Texas, in the amount of \$359,026.

Action Items for Consideration

17. The Airport Board unanimously adopted Resolution 2024-02-040, to exercise options for multi-year contracts more than \$10,000,000, for the third quarter of Fiscal Year 2024.
18. The Airport Board unanimously adopted Resolution 2024-02-041, to exercise options for multi-year contracts less than \$10,000,000, for the third quarter of Fiscal Year 2024.
19. The Airport Board unanimously adopted Resolution 2024-02-042, 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 \$14,120,342 for the policy period effective March 1, 2024.
20. The Airport Board unanimously adopted Resolution 2024-02-043, to execute an Amendment to the Reimbursement Agreement Addendum #29 with American Airlines, Inc. for the West Warehouse Relocation to increase the not to exceed amount to \$23,000,000.
21. The Airport Board unanimously adopted Resolution 2024-02-044, to increase contract no. 7006187, for IT Security and Risk Management, with Verizon Business Network Services Inc., of Basking Ridge, New Jersey, in an amount not to exceed \$951,841.67, for a revised not to exceed contract amount of \$5,463,243.95.
22. The Airport Board unanimously adopted Resolution 2024-02-045, to increase and extend contract no. 8002066, for Time and Attendance Software Maintenance and Support, with Kronos Incorporated of Chelmsford, Massachusetts, in an amount not to exceed \$539,038.48, for a revised not to exceed contract amount of \$4,269,386.49.
23. The Airport Board unanimously adopted Resolution 2024-02-046, to increase contract no. 7006075, for Oracle Software and Hardware Purchase and Maintenance, with Oracle America, Inc., of Redwood Shores, California, in an amount not to exceed \$5,500,000; for a revised not to exceed contract amount of \$41,369,332.49.

Discussion Item

24. The Department of Audit Services' Quarterly Audit Report was presented by Aaron Muñoz, Director of Audit Services.
25. The Monthly D/S/M/WBE Expenditure Report was distributed to the Board.
26. The Solicitation Rejection Report was distributed to the Board.
27. The Contract Deductive Change Orders was distributed to the Board.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

Concessions/Commercial Development Committee Vice Chair Vernon Evans reported that the Committee met on Tuesday, January 30, 2024, at 1:12 p.m. and recommended approval of the following:

28. The minutes of the Concessions/Commercial Development Committee Meeting of January 9, 2024, were approved.

Action Items for Consideration

29. The Airport Board unanimously adopted Resolution 2024-02-047, to execute contract no. PA1134, for Customs Support, Wheelchair, and Dock Services, with Prospect Airport Services, Inc., of Des Plaines, Illinois, for the initial one-year term contract amount of \$8,411,868.76, and four, one-year options in the amount \$37,486,002.72, for a total estimated contract of \$45,897,871.48. Each renewal option will be brought back to the Board for approval.

FULL BOARD

CLOSED SESSION

30. In accordance with provisions of Section 551.071 of the Texas Government Code, a closed session was held 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) Dallas/Fort Worth International Airport Board v. Turo, Inc.

OPEN SESSION

31. Registered Speakers
None
32. Next Committee meetings – March 5, 2024
Next Regular Board meeting – March 7, 2024