

**Agenda**  
**Dallas Fort Worth International Airport**  
**Board of Directors**  
**February 5, 2026**  
**8:30 AM**

**Meeting Place**  
**2400 Aviation Drive**  
**Board Room – DFW Airport Headquarters Building DFW Airport, TX 75261**

This meeting location is accessible. Requests for accommodations or interpretive services must be made 48 hours prior to this meeting by contacting LeeAnne Bounds at 972 973-3571, or T.D. 1-800-RELAY-TX (1-800-735-2989) for information or assistance.

For DFW Airport Board Meeting Information or to register to speak at a Board Meeting, please call 972 973-3571 by 5:00 p.m. the day before the meeting.

Consent Agenda – all items under this heading are a part of the Consent Agenda and require little or no deliberation by the Board. Approval of the Consent Agenda authorizes the Chief Executive Officer or his designee to implement each item in accordance with staff recommendation.

A closed executive session may be held with respect to a posted agenda item if the discussion concerns one of the following:

1. Contemplated or pending litigation or matters where legal advice is requested of the Board's Legal Counsel. Texas Government Code Section 551.071.
2. Discussion concerning sale or lease of real property, or negotiated contracts for donations to the Board, when such discussions would have a detrimental effect on the negotiating position of the Board. Texas Government Code Section 551.072.
3. Personnel matters involving discussions of the qualifications or performance of identifiable individuals already employed or being considered for employment by the Board. Texas Government Code Section 551.074.
4. The deployment, or specific occasions for implementation, of security personnel or devices. Texas Government Code Section 551.076.

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## **AGENDA**

- A. Invocation
- B. Pledge of Allegiance
- C. Election of Officers
- D. Announcement
- E. Financial Report
- F. Approve Minutes of the Regular Board Meeting of January 8, 2026

## **OPERATIONS COMMITTEE**

### **Consent Items for Consideration**

- |                  |      |   |
|------------------|------|---|
| Bill Grozdanich  | O-1. | Approve to increase contract no. PA1314 for Estimating Infrastructure and Development Platform, with Contruent LLC of Naperville, Illinois, in an amount not to exceed \$57,825, for a revised not to exceed contract amount of \$1,134,250, the current contract completion date of October 30, 2029, is not affected by this action; and that the Chief Executive Officer or designee is authorized to execute said contract. |
| Tammy Huddleston | O-2. | Approve to increase contract no PA1365 for Rental Car Center (RCC) Interior Lighting with FS 360, LLC of McKinney, Texas in an amount not to exceed \$157,056.50 for a revised not to exceed contract amount of \$3,297,856.50, the current contract complete date of January 25, 2026 is not affected by this  |

action; and that the Chief Executive Officer or designee is authorized to execute said contract.

### **Action Items for Consideration**

Tammy Huddleston	O-3.	Approve contract no. PA1921 for Rehabilitate Existing MS10.OB Invert Siphon with Urban Infraconstruction LLC of Farmers Branch, Texas in an amount not exceed \$1,992,311.55 for the 300 calendar-day term of the contract, with a start date of February 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.
Tammy Huddleston	O-4.	Approve contract PA1961 for Terminal D Grease Interceptor Rehabilitation with Skye Building Services LLC of Farmers Branch, Texas in an amount not to exceed \$12,190,000 for the 425 calendar-day term of the contract with a start date of February 2026; and execute change orders to such contract on an as-needed basis, in the aggregate amount not to exceed \$1,200,000, for a total action amount of \$13,390,000; and approve the Chief Executive Officer or designee to execute said contract.
Tammy Huddleston	O-5.	Approve to increase contract no. 9500806 (PA1098) for International Parkway Bridges & High Mast Lighting Poles Replacement Phase 2 Projects with Archer Western Construction, LLC of Irving, Texas in an amount not to exceed \$136,198,583.76 for a revised not to exceed contract amount of \$384,918,752.73, and extend the current contract completion date by 551 calendar-days; and that the Chief Executive Officer or designee is authorized to execute said contract.
Tammy Huddleston	O-6.	Approve to increase contract no. PA1079, for Fire Training Research Center Rehabilitation with Kirila Fire Training Facilities, Inc., of Fowler, Ohio in an amount not to exceed \$2,180,000, for a revised not to exceed contract amount of \$11,230,000, the current contract completion date of March 31, 2026, will be extended by 180 calendar days; and that the Chief Executive Officer or designee is authorized to execute said contract.
Tammy Huddleston	O-7.	Approve to increase contract no. 9500729 for Aircraft Rescue Fire Fighting Station Consolidation with J.E. Dunn Construction Company of Dallas, Texas in an amount not to exceed \$2,638,229 for a revised not to exceed contract amount of \$119,433,096.19; the current contract completion date of June 13, 2026, will be extended by 133 calendar-days, and increase the change order account in an amount not to exceed \$2,156,067 for a revised change order account of \$3,521,833.81; and that the Chief Executive Officer or designee is authorized to execute said contract. Total amount of this action is \$4,794,296.
Tammy Huddleston	O-8.	Approve contract no. PA2052, for Permit and Inspection Management System with Tyler Technologies of Plano, Texas in an amount not to exceed \$981,435 for the three-year term of the contract with a start date of February 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.

### **FINANCE, AUDIT, and IT COMMITTEE**

#### **Consent Items for Consideration**

Tracy Barker	F-1.	Approve to increase contract no. 7007255 for Branded Promotional Items with Big Hit Productions, Inc, dba Big Hit Creative Group of Garland, Texas in an amount not to exceed \$369,275.62 for a revised not to exceed contract
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amount of \$1,760,957.62; and that the Chief Executive Officer or designee is authorized to execute said contract.

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|-----------------|------|--|
| Catrina Gilbert | F-2. | Approve to procure and bind coverage for Excess Workers Compensation Insurance with Staff Aviation for a one-year policy term effective March 1, 2026, in the amount of \$346,613; and that the Chief Executive Officer or designee is authorized to execute said policy.  |
| Michael Youngs  | F-3. | Approve contract no. PA2054 for Exabeam Security Information and Event Management (SIEM) platform with Freeit Data Solutions of Austin, Texas in an amount not to exceed \$443,647.17 for the three-year term of the contract with a start date of February 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.   |
| Michael Youngs  | F-4. | Approve to extend and increase contract no. 7006588 for Route Diversion Software Subscription with Passur Aerospace of Orlando, Florida in an amount not to exceed \$221,377.20, for a revised not to exceed contract amount of \$2,509,073.18, with a revised contract completion date of March 4, 2027; and that the Chief Executive Officer or designee is authorized to execute said contract. |

#### **Action Items for Consideration**

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|------------------|------|--|
| Ron Traw         | F-5. | Approve to execute contract number PA1936 for Payment Processing Services with Paymentech LLC. (JP Morgan Chase) of Plano, Texas in an amount not to exceed \$25,000,000 for the five-year term of the contract, with a start date of February 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.                                    |
| Elaine Rodriguez | F-6. | Approve amendments to the Board's Rules of Procedure to (i) reconfigure and change the names of the standing committees of the Dallas Fort Worth International Airport Board of Directors, (ii) modify the deadline by which public speakers must register to address the Board of Directors, and (iii) make certain technical and conforming changes to the Rules of Procedure. |
| Tracy Barker     | F-7. | Approve authorization to exercise options for multi-year contracts more than \$10,000,000, for the third quarter of Fiscal Year 2026; and that the Chief Executive Officer or designee is authorized to execute said contracts.  |
| Catrina Gilbert  | F-8. | Approve to procure and bind coverage for All Risk Property Insurance coverage with American Home Assurance (AIG) for a one-year policy term effective March 1, 2026, in the amount of \$12,600,000; and that the Chief Executive Officer or designee is authorized to execute said policy.   |
| Michael Youngs   | F-9. | Approve contract no. PA2066 for Flight Information Display System Hardware replacement, with Ford Audio-Video Systems LLC of Oklahoma City, Oklahoma in an amount not to exceed \$2,533,662 for the one-year term of the contract with a start date of March 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.                      |

#### **CONCESSIONS AND COMMERCIAL DEVELOPMENT COMMITTEE**

##### **Consent Items for Consideration**

- |                 |      |  |
|-----------------|------|--|
| Zenola Campbell | C-1. | Approve to increase contract no. 8005397 for Pricing Evaluation Services with Customer Service Experts, Inc. dba CXE, Inc. of Annapolis, Maryland, in an |
|-----------------|------|--|

amount not to exceed \$63,710 for a revised contract amount of \$516,810 with a revised contract completion date of June 15, 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.

Zenola Campbell	C-2.	Approve to increase contract no. 8005398 for Mystery Shopper Services with Customer Service Experts, Inc., dba CXE, Inc., of Annapolis, Maryland, in an amount not to exceed \$270,500.00 for a revised contract amount of \$1,685,855.29. The current contract completion date of May 16, 2026, is not affected by this action; and the Chief Executive Officer or designee is authorized to execute said contract.
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**Action Items for Consideration**

Zenola Campbell	C-3.	Approve Concessions Change of Ownership for Concessions Lease Number 011737 Trip Hospitality Dallas, LLC DBA CapitalOne Lounge.
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Zenola Campbell	C-4.	Approve contract no. PA1887, for Central Receiving Distribution Center with Bradford Airport Logistics, LTD of Houston, Texas, in an amount not to exceed \$176,037,226 for the ten-year term of the contract, with a start date of February 5, 2026, and approve a five percent contingency amount of \$8,801,861.30; and that the Chief Executive Officer or designee is authorized to execute said contract. Total action is \$184,839,087.30.
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**FULL BOARD**

1. Registered Speakers (items unrelated to agenda items.)
2. Next Committee Meetings: March 3, 2026  
Next Board Meeting: March 5, 2026

**Operations Committee Meeting  
Tuesday, February 3, 2026  
12:30 PM**

**AGENDA**

1. Approve Minutes of the Regular Operations Committee Meeting of January 6, 2026

**OPERATIONS COMMITTEE**

**Consent Items for Consideration**

- |                  |      |   |
|------------------|------|---|
| Bill Grozdanich  | O-1. | Approve to increase contract no. PA1314 for Estimating Infrastructure and Development Platform, with Contruent LLC of Naperville, Illinois, in an amount not to exceed \$57,825, for a revised not to exceed contract amount of \$1,134,250, the current contract completion date of October 30, 2029, is not affected by this action; and that the Chief Executive Officer or designee is authorized to execute said contract. |
| Tammy Huddleston | O-2. | Approve to increase contract no PA1365 for Rental Car Center (RCC) Interior Lighting with FS 360, LLC of McKinney, Texas in an amount not to exceed \$157,056.50 for a revised not to exceed contract amount of \$3,297,856.50, the current contract complete date of January 25, 2026 is not affected by this action; and that the Chief Executive Officer or designee is authorized to execute said contract.                 |

**Action Items for Consideration**

- |                  |      |   |
|------------------|------|---|
| Tammy Huddleston | O-3. | Approve contract no. PA1921 for Rehabilitate Existing MS10.OB Invert Siphon with Urban Infraconstruction LLC of Farmers Branch, Texas in an amount not exceed \$1,992,311.55 for the 300 calender-day term of the contract, with a start date of February 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.  |
| Tammy Huddleston | O-4. | Approve contract PA1961 for Terminal D Grease Interceptor Rehabilitation with Skye Building Services LLC of Farmers Branch, Texas in an amount not to exceed \$12,190,000 for the 425 calendar-day term of the contract with a start date of February 2026; and execute change orders to such contract on an as-needed basis, in the aggregate amount not to exceed \$1,200,000, for a total action amount of \$13,390,000; and approve the Chief Executive Officer or designee to execute said contract. |
| Tammy Huddleston | O-5. | Approve to increase contract no. 9500806 (PA1098) for International Parkway Bridges & High Mast Lighting Poles Replacement Phase 2 Projects with Archer Western Construction, LLC of Irving, Texas in an amount not to exceed \$136,198,583.76 for a revised not to exceed contact amount of \$384,918,752.73, and extend the current contract completion date by 551 calendar-days; and that the Chief Executive Officer or designee is authorized to execute said contract.                             |
| Tammy Huddleston | O-6. | Approve to increase contract no. PA1079, for Fire Training Research Center Rehabilitation with Kirila Fire Training Facilities, Inc., of Fowler, Ohio in an amount not to exceed \$2,180,000, for a revised not to exceed contract amount of \$11,230,000, the current contract completion date of March 31, 2026, will be extended by 180 calendar days; and that the Chief Executive Officer or designee is authorized to execute said contract.  |

Tammy Huddleston	O-7.	Approve to increase contract no. 9500729 for Aircraft Rescue Fire Fighting Station Consolidation with J.E. Dunn Construction Company of Dallas, Texas in an amount not to exceed \$2,638,229 for a revised not to exceed contract amount of \$119,433,096.19; the current contract completion date of June 13, 2026, will be extended by 133 calendar-days, and increase the change order account in an amount not to exceed \$2,156,067 for a revised change order account of \$3,521,833.81; and that the Chief Executive Officer or designee is authorized to execute said contract. Total amount of this action is \$4,794,296.
Tammy Huddleston	O-8.	Approve contract no. PA2052, for Permit and Inspection Management System with Tyler Technologies of Plano, Texas in an amount not to exceed \$981,435 for the three-year term of the contract with a start date of February 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Operations Committee**

**Resolution No.:**

**Subject:** Estimating Infrastructure and Development Platform

**Department:** Controls and Analytics

**Amount:** \$57,825.00

**Revised Amount:** \$1,134,250.00

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**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve to increase contract no. PA1314 for Estimating Infrastructure and Development Platform, with Contruent LLC of Naperville, Illinois, in an amount not to exceed \$57,825, for a revised not to exceed contract amount of \$1,134,250, the current contract completion date of October 30, 2029, is not affected by this action; and that the Chief Executive Officer or designee is authorized to execute said contract.

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**BACKGROUND:**

- This change order will provide the following improvements to the software:
  - Product enhancement identified during testing and implementation to provide improved efficiency in the development of estimates.
  - Quantity factor propagation will enable estimators to be more productive and use/create assemblies more effectively and timely.
  - These features will assist the Controls and Analytics department meeting goals, improve workflows and the ability to interface with new software applications necessary to evolve with the industry.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not Applicable.

**ADDITIONAL INFORMATION:**

- On September 4, 2024, by Resolution No. 2024-09-212, the Airport awarded Estimating Infrastructure and Development Platform to Contruent LLC of Naperville, Illinois.

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Fund	Project Number	External Funding Source
Various		

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**Attachments:** None

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**Approvals**

Bill Grozdanich, Vice President - Controls and Analytics  
Tracy Barker, Vice President - Procurement and Materials Management  
Tamela Burks Lee, Vice President - Business Development  
Abel Palacios, Vice President - Finance  
Elaine Rodriguez, General Counsel - Legal  
Christopher McLaughlin, Chief Executive Officer

Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/22/2026  
Approved - 1/22/2026  
New -



**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Operations Committee**

**Resolution No.:**

**Subject:** Rental Car Center Interior Lighting

**Department:** Design, Code and Construction

**Amount:** \$157,056.50

**Revised Amount:** \$3,297,856.50

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**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve to increase contract no PA1365 for Rental Car Center (RCC) Interior Lighting with FS 360, LLC of McKinney, Texas in an amount not to exceed \$157,056.50 for a revised not to exceed contract amount of \$3,297,856.50, the current contract complete date of January 25, 2026 is not affected by this action; and that the Chief Executive Officer or designee is authorized to execute said contract.

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**BACKGROUND:**

- Actual conditions differed from existing documentation and required changes to install the interior lighting.
- An alternate installation and support system was developed, and this action compensates the contractor for the additional resources required to install the fixtures using the revised method.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not Applicable

**ADDITIONAL INFORMATION:**

- On August 1, 2024, by Resolution No. 2024-08-169, the Airport awarded contract no. PA1365 for Rental Car Center (RCC) Interior Lighting to FS 360, LLC of McKinney, Texas.

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Fund	Project Number	External Funding Source
PFIC	2705101	

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**Attachments:** None

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**Approvals**

Tammy Huddleston, Vice President - Design, Code and Construction  
Tracy Barker, Vice President - Procurement and Materials Management  
Tamela Burks Lee, Vice President - Business Development  
Abel Palacios, Vice President - Finance  
Elaine Rodriguez, General Counsel - Legal  
Christopher McLaughlin, Chief Executive Officer

Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/22/2026  
Approved - 1/22/2026  
New -

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Operations Committee**

**Resolution No.:**

**Subject:** Rehabilitate Existing MS10.OB Invert Siphon

**Department:** Design, Code and Construction

**Amount:** \$1,992,311.55

**Revised Amount:** \$0.00

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**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve contract no. PA1921 for Rehabilitate Existing MS10.OB Invert Siphon with Urban Infraconstruction LLC of Farmers Branch, Texas in an amount not exceed \$1,992,311.55 for the 300 calender-day term of the contract, with a start date of February 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.

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**BACKGROUND:**

- A recent engineering assessment determined that the inverted sanitary sewer siphon spanning Bear Creek, which was built in 1972 with the original construction and conveys approximately 90% of the Airport's sanitary sewer flow, requires rehabilitation.
- This contract includes the rehabilitation of the two siphon junction boxes and related infrastructure, as well as the reconstruction of the low water crossing at Bear Creek that provides access to the south junction box.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not Applicable

**ADDITIONAL INFORMATION:**

- Five bids were received on or before the due date of December 10, 2025.
- Bid tabulation is attached.

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<b>Fund</b>	<b>Project Number</b>	<b>External Funding Source</b>
DFW Capital Acct	2706001	

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**Attachments:** PA1921 - Rehabilitate Existing MS10.OB Inverted Siphon Bid Tab

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**Approvals**

Tammy Huddleston, Vice President - Design, Code and Construction  
Tracy Barker, Vice President - Procurement and Materials Management  
Tamela Burks Lee, Vice President - Business Development  
Abel Palacios, Vice President - Finance  
Elaine Rodriguez, General Counsel - Legal  
Christopher McLaughlin, Chief Executive Officer

Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/22/2026  
Approved - 1/22/2026  
New -

**Contract No. PA1921**  
**Rehabilitate Existing MS10.OB Inverted Siphon**  
**Bid Tabulation**

<b>Bidders</b>	<b>Bid Amounts</b>
Urban Infraconstruction, LLC Farmers Branch, Texas	\$1,992,311.55
McCarthy Building Companies, Inc. Richardson, Texas	\$2,091,999.77
Archer Western Construction, LLC Irving, Texas	\$2,464,465
Fast-Trak Construction Southlake, Texas	\$2,842,431
Reyes TX, Inc. Grand Prairie, Texas	\$2,900,000

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Operations Committee**

**Resolution No.:**

**Subject:** Terminal D Grease Interceptor Rehabilitation

**Department:** Design, Code and Construction

**Amount:** \$13,390,000

**Revised Amount:** \$0.00

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**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve contract PA1961 for Terminal D Grease Interceptor Rehabilitation with Skye Building Services LLC of Farmers Branch, Texas in an amount not to exceed \$12,190,000 for the 425 calendar-day term of the contract with a start date of February 2026; and execute change orders to such contract on an as-needed basis, in the aggregate amount not to exceed \$1,200,000, for a total action amount of \$13,390,000; and approve the Chief Executive Officer or designee to execute said contract.

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**BACKGROUND:**

- Grease interceptors are remote tanks that slow wastewater flow to remove fats and oils from Airport restaurant wastewater, helping prevent sewer blockages, protect infrastructure, and ensure compliance with water quality regulations.
- A recent assessment determined that the grease interceptors at Terminal D, originally installed in 2002, require rehabilitation and capacity upgrades to accommodate future demand.
- The contract will rehabilitate and upsize four underground grease interceptors, including repairs to existing components and installation of new infrastructure supporting the grease interceptor system at Terminal D.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not Applicable

**ADDITIONAL INFORMATION:**

- Two bids were received on or before the due date of December 1, 2025.
- Bid tabulation attached.

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<b>Fund</b>	<b>Project Number</b>	<b>External Funding Source</b>
Joint Capital Acct	2713201	

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**Attachments:** PA1961 - Terminal D Grease Interceptor Rehabilitation Bid Tab

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**Approvals**

Tammy Huddleston, Vice President - Design, Code and Construction  
Tracy Barker, Vice President - Procurement and Materials Management  
Tamela Burks Lee, Vice President - Business Development  
Abel Palacios, Vice President - Finance  
Elaine Rodriguez, General Counsel - Legal  
Christopher McLaughlin, Chief Executive Officer

Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/22/2026  
Approved - 1/22/2026  
New -

**Contract No. PA1961**  
**Terminal D Grease Interceptor Rehabilitation**  
**Bid Tabulation**

<b>Bidders</b>	<b>Bid Amounts</b>
Skye Building Services LLC Farmers Branch, Texas	\$12,190,000
Gilbert May, Inc. dba Phillips/May Corporation Dallas, Texas	\$13,758,334

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Operations Committee**

**Resolution No.:**

**Subject:** International Parkway Bridges & High Mast Lighting Poles Replacement Phase 2 Projects

**Department:** Design, Code and Construction

**Amount:** \$136,198,583.76

**Revised Amount:** \$384,918,752.73

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**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve to increase contract no. 9500806 (PA1098) for International Parkway Bridges & High Mast Lighting Poles Replacement Phase 2 Projects with Archer Western Construction, LLC of Irving, Texas in an amount not to exceed \$136,198,583.76 for a revised not to exceed contact amount of \$384,918,752.73, and extend the current contract completion date by 551 calendar-days; and that the Chief Executive Officer or designee is authorized to execute said contract.

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**BACKGROUND:**

- An assessment identified that the Terminal E Flyover Bridge is at end of life and conflicts with the planned Terminal F Ticketing and Garage, creating significant schedule, rework, and cost risks if not addressed.
- This includes the associated road network that is required for the Terminal E right exit to function as well as enable the construction of the Terminal F Ticketing, Processor, Garage and Roadways.
- Advancing this work now under contract No. 9500806 (PA1098) enables efficient replacement of aging infrastructure, provides permanent and safer Terminal E access, reduces future mobilization, and protects the Terminal F delivery schedule.
- The contract increase includes an Owner's Allowance of \$12,300,000 to execute change orders as needed.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not applicable

**ADDITIONAL INFORMATION:**

- On August 10, 2023, by Resolution No. 2023-08-193, the Airport awarded 9500806 (PA1098) for International Parkway Bridges & High Mast Lighting Poles Replacement Phase 2 Projects to Archer Western Construction, LLC of Irving, Texas.
- The contract was modified on December 5, 2024, by Resolution No. 2024-12-230; and again on April 3, 2025, by Resolution No. 2025-04-100.

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Fund	Project Number	External Funding Source
Joint Capital Acct	2737201	

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**Attachments:** None

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**Approvals**

Tammy Huddleston, Vice President - Design, Code and Construction  
Tracy Barker, Vice President - Procurement and Materials Management  
Tamela Burks Lee, Vice President - Business Development  
Abel Palacios, Vice President - Finance  
Elaine Rodriguez, General Counsel - Legal  
Christopher McLaughlin, Chief Executive Officer

Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/22/2026  
Approved - 1/22/2026  
New -

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Operations Committee**

**Resolution No.:**

**Subject:** Fire Training Research Center Rehabilitation

**Department:** Design, Code and Construction

**Amount:** \$2,180,000

**Revised Amount:** \$11,230,000

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**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve to increase contract no. PA1079, for Fire Training Research Center Rehabilitation with Kirila Fire Training Facilities, Inc., of Fowler, Ohio in an amount not to exceed \$2,180,000, for a revised not to exceed contract amount of \$11,230,000, the current contract completion date of March 31, 2026, will be extended by 180 calendar days; and that the Chief Executive Officer or designee is authorized to execute said contract.

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**BACKGROUND:**

- This contract includes the rehabilitation of elements of the Fire Training Research Center that had reached the end of service life.
- A recent assessment identified additional elements that are also in need of rehabilitation.
- The additional elements to be rehabilitated/replaced include, but are not limited to:
  - Mechanical and electrical components at numerous fire source simulation positions
  - Pilot burners at the A380 and the hydrocarbon burn pits
  - Smoke machines, wiring protection, and light fixtures at the A380 simulation site
  - Water supply and collection system infrastructure

**BUSINESS DEVELOPMENT INFORMATION:**

- Not Applicable

**ADDITIONAL INFORMATION:**

- On March 7, 2024, by Resolution No. 2024-03-058, the Airport awarded contract no. PA1079, for Fire Training Research Center Rehabilitation to Kirila Fire Training, Inc., of Fowler, Ohio.

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Fund	Project Number	External Funding Source
Joint Capital Acct	2691501	

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**Attachments:** None

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**Approvals**

Tammy Huddleston, Vice President - Design, Code and Construction  
Tracy Barker, Vice President - Procurement and Materials Management  
Tamela Burks Lee, Vice President - Business Development  
Abel Palacios, Vice President - Finance  
Elaine Rodriguez, General Counsel - Legal  
Christopher McLaughlin, Chief Executive Officer

Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/22/2026  
Approved - 1/22/2026  
New -

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Operations Committee**

**Resolution No.:**

**Subject:** Aircraft Rescue Fire Fighting Station Consolidation

**Department:** Design, Code and Construction

**Amount:** \$4,794,296

**Revised Amount:** \$119,433,096.19

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**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve to increase contract no. 9500729 for Aircraft Rescue Fire Fighting Station Consolidation with J.E. Dunn Construction Company of Dallas, Texas in an amount not to exceed \$2,638,229 for a revised not to exceed contract amount of \$119,433,096.19; the current contract completion date of June 13, 2026, will be extended by 133 calendar-days, and increase the change order account in an amount not to exceed \$2,156,067 for a revised change order account of \$3,521,833.81; and that the Chief Executive Officer or designee is authorized to execute said contract. Total amount of this action is \$4,794,296.

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**BACKGROUND:**

- This contract covers the design and construction of new East and West ARFF Stations, consolidating the current four facilities into two locations.
- During execution, changes were required primarily due to optimizing operational efficiencies and unforeseen site conditions. These changes include, but are not limited to:
  - Revisions to roadway and civil infrastructure to optimize operations by enhancing safety and improving access.
  - Unforeseen site conditions encountered during foundation, roadway, and utility work.
  - Adjustments to electrical, mechanical, communication, vehicle-charging, and fire/life-safety systems.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not applicable

**ADDITIONAL INFORMATION:**

- On September 2, 2021, by Resolution No. 2021-09-163, the Airport awarded contract No. 9500729, for Aircraft Rescue Fire Fighting Station Consolidation, to J.E. Dunn Construction Company,
- The contract was modified on April 6, 2023, by Resolution No. 2023-04-086 and again on May 4, 2023, by Resolution No. 2023-05-102.

---

<b>Fund</b>	<b>Project Number</b>	<b>External Funding Source</b>
DFW Capital Acct	2685901	

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**Attachments:** None

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**Approvals**

Tammy Huddleston, Vice President - Design, Code and Construction  
Tracy Barker, Vice President - Procurement and Materials Management  
Tamela Burks Lee, Vice President - Business Development  
Abel Palacios, Vice President - Finance  
Elaine Rodriguez, General Counsel - Legal  
Christopher McLaughlin, Chief Executive Officer

Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/22/2026  
Approved - 1/22/2026  
New -



**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Operations Committee**

**Resolution No.:**

**Subject:** Permit and Inspection Management System

**Department:** Design, Code and Construction

**Amount:** \$981,435

**Revised Amount:** \$0.00

---

**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve contract no. PA2052, for Permit and Inspection Management System with Tyler Technologies of Plano, Texas in an amount not to exceed \$981,435 for the three-year term of the contract with a start date of February 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.

---

**BACKGROUND:**

- Replaces an existing contract that has been in place for six years.
- This system will provide a platform to manage permitting, inspection and approval of construction under the DFW Airport Building Codes.
- The application supports issuance, monitoring and approval of construction-related building permits and certificates of occupancy by DFW through the Design, Code and Construction Department.
- The system provides a modern user interface enabling the Airport and its building construction permit applicants an easy-to-use and configurable interface, including a fully compliant payment card industry data security standard financial processing module for permit fees.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not subject to a contract-specific goal. (Goods/Finished Products)

**ADDITIONAL INFORMATION:**

- This contract will be made through Sourcewell contract no. 060624-TT1, which is available to local government agencies and has a contract term of November 13, 2024-October 25, 2028.
- The board authorized the use of the Sourcewell cooperative by Resolution No. 2023-08-187, dated August 10, 2023.

---

Fund	Project Number	External Funding Source
Operating Fund		

---

**Attachments:** None

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**Approvals**

Tammy Huddleston, Vice President - Design, Code and Construction  
Tracy Barker, Vice President - Procurement and Materials Management  
Tamela Burks Lee, Vice President - Business Development  
Abel Palacios, Vice President - Finance  
Elaine Rodriguez, General Counsel - Legal  
Christopher McLaughlin, Chief Executive Officer

Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/22/2026  
Approved - 1/22/2026  
New -

**Finance, Audit, and IT Committee Meeting**  
**Tuesday, February 3, 2026**  
**12:35 PM**

**AGENDA**

- |               |    |  |
|---------------|----|--|
|               | 1. | Approve Minutes of the Regular Finance, Audit & IT Committee Meeting of January 6, 2026. |
| Abel Palacios | 2. | Financial Report   |
| Aaron Munoz   | 3. | Department of Audit Services' Quarterly Update   |

**FINANCE, AUDIT, and IT COMMITTEE**

**Consent Items for Consideration**

- |                 |      |  |
|-----------------|------|--|
| Tracy Barker    | F-1. | Approve to increase contract no. 7007255 for Branded Promotional Items with Big Hit Productions, Inc, dba Big Hit Creative Group of Garland, Texas in an amount not to exceed \$369,275.62 for a revised not to exceed contract amount of \$1,760,957.62; and that the Chief Executive Officer or designee is authorized to execute said contract.   |
| Catrina Gilbert | F-2. | Approve to procure and bind coverage for Excess Workers Compensation Insurance with Staff Aviation for a one-year policy term effective March 1, 2026, in the amount of \$346,613; and that the Chief Executive Officer or designee is authorized to execute said policy.  |
| Michael Youngs  | F-3. | Approve contract no. PA2054 for Exabeam Security Information and Event Management (SIEM) platform with Freeit Data Solutions of Austin, Texas in an amount not to exceed \$443,647.17 for the three-year term of the contract with a start date of February 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.   |
| Michael Youngs  | F-4. | Approve to extend and increase contract no. 7006588 for Route Diversion Software Subscription with Passur Aerospace of Orlando, Florida in an amount not to exceed \$221,377.20, for a revised not to exceed contract amount of \$2,509,073.18, with a revised contract completion date of March 4, 2027; and that the Chief Executive Officer or designee is authorized to execute said contract. |

**Action Items for Consideration**

- |                  |      |  |
|------------------|------|--|
| Ron Traw         | F-5. | Approve to execute contract number PA1936 for Payment Processing Services with Paymentech LLC. (JP Morgan Chase) of Plano, Texas in an amount not to exceed \$25,000,000 for the five-year term of the contract, with a start date of February 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.                                    |
| Elaine Rodriguez | F-6. | Approve amendments to the Board's Rules of Procedure to (i) reconfigure and change the names of the standing committees of the Dallas Fort Worth International Airport Board of Directors, (ii) modify the deadline by which public speakers must register to address the Board of Directors, and (iii) make certain technical and conforming changes to the Rules of Procedure. |
| Tracy Barker     | F-7. | Approve authorization to exercise options for multi-year contracts more than \$10,000,000, for the third quarter of Fiscal Year 2026; and that the Chief Executive Officer or designee is authorized to execute said contracts.  |

- |                 |      |   |
|-----------------|------|---|
| Catrina Gilbert | F-8. | Approve to procure and bind coverage for All Risk Property Insurance coverage with American Home Assurance (AIG) for a one-year policy term effective March 1, 2026, in the amount of \$12,600,000; and that the Chief Executive Officer or designee is authorized to execute said policy.  |
| Michael Youngs  | F-9. | Approve contract no. PA2066 for Flight Information Display System Hardware replacement, with Ford Audio-Video Systems LLC of Oklahoma City, Oklahoma in an amount not to exceed \$2,533,662 for the one-year term of the contract with a start date of March 2026; and that the Chief Executive Officer or designee is authorized to execute said contract. |

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Finance, Audit, and IT  
Committee**

**Resolution No.:**

**Subject:** Branded Promotional Items

**Department:** Procurement and Materials Management

**Amount:** \$369,275.62

**Revised Amount:** \$1,760,957.62

---

**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve to increase contract no. 7007255 for Branded Promotional Items with Big Hit Productions, Inc, dba Big Hit Creative Group of Garland, Texas in an amount not to exceed \$369,275.62 for a revised not to exceed contract amount of \$1,760,957.62; and that the Chief Executive Officer or designee is authorized to execute said contract.

---

**BACKGROUND:**

- This contract provides branding and marketing efforts with comprehensive promotional items Airport-wide.
- The increase will allow appropriate time to solicit a new contract.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not Applicable

**ADDITIONAL INFORMATION:**

- On October 13, 2022, by Resolution No. 2022-10-253, the Airport awarded contract no. 7007255 for Branded Promotional Item to Big Hit Productions, Inc. dba Big Hit Creative Group of Garland, Texas.

---

Fund	Project Number	External Funding Source
Operating Fund		

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**Attachments:** None

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**Approvals**

Tracy Barker, Vice President - Procurement and Materials Management  
Tamela Burks Lee, Vice President - Business Development  
Abel Palacios, Vice President - Finance  
Elaine Rodriguez, General Counsel - Legal  
Christopher McLaughlin, Chief Executive Officer

Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/22/2026  
Approved - 1/22/2026  
New -

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Finance, Audit, and IT  
Committee**

**Resolution No.:**

---

**Subject:** Excess Workers Compensation Insurance Coverage

**Department:** Risk Management

**Amount:** \$346,613

**Revised Amount:** \$0.00

---

**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve to procure and bind coverage for Excess Workers Compensation Insurance with Staff Aviation for a one-year policy term effective March 1, 2026, in the amount of \$346,613; and that the Chief Executive Officer or designee is authorized to execute said policy.

---

**BACKGROUND:**

- This coverage provides Board protection from catastrophic employee losses.
- Coverage sits in excess of the self-funded Board Worker's Compensation program.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not subject to a contract-specific goal. (Insurance Premiums)

**ADDITIONAL INFORMATION:**

---

Fund	Project Number	External Funding Source
Operating Fund		

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**Attachments:** None

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**Approvals**

Catrina Gilbert, Vice President - Risk Management

Approved - 1/21/2026

Tracy Barker, Vice President - Procurement and Materials Management

Approved - 1/21/2026

Tamela Burks Lee, Vice President - Business Development

Approved - 1/21/2026

Abel Palacios, Vice President - Finance

Approved - 1/22/2026

Elaine Rodriguez, General Counsel - Legal

Approved - 1/22/2026

Christopher McLaughlin, Chief Executive Officer

New -

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Finance, Audit, and IT  
Committee**

**Resolution No.:**

**Subject:** Exabeam SIEM On Cloud

**Department:** Technology Services

**Amount:** \$443,647.17

**Revised Amount:** \$0.00

---

**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve contract no. PA2054 for Exabeam Security Information and Event Management (SIEM) platform with Freeit Data Solutions of Austin, Texas in an amount not to exceed \$443,647.17 for the three-year term of the contract with a start date of February 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.

---

**BACKGROUND:**

- Award a new contract for a cybersecurity SIEM platform, replacing an existing contract that has been in place for four years.
- Collects and organizes system logs and security events from across the organization into one platform for easier monitoring.
- The solution uses advanced analytics and machine learning to identify unusual behavior that could indicate a cyberattack.
- Speeds up the process of analyzing security incidents by automatically correlating data and highlighting root causes.
- Helps meet regulatory requirements by providing detailed audit trails and reporting capabilities.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not subject to a contract-specific goal. (Goods/Finished Products)

**ADDITIONAL INFORMATION:**

- This contract will be made through DIR contract no DIR-CPO-5687, which is available to local government agencies and has a contract term of May 19, 2025–May 19, 2031.
- The board authorized the use of the DIR cooperative by Resolution No. 97-01-24, dated January 9, 1997.

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Fund	Project Number	External Funding Source
Various		

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**Attachments:** None

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**Approvals**

Michael Youngs, Vice President - Technology Services

Approved - 1/21/2026

Tracy Barker, Vice President - Procurement and Materials Management

Approved - 1/21/2026

Tamela Burks Lee, Vice President - Business Development

Approved - 1/21/2026

Abel Palacios, Vice President - Finance

Approved - 1/22/2026

Elaine Rodriguez, General Counsel - Legal

Approved - 1/22/2026

Christopher McLaughlin, Chief Executive Officer

New -

Exabeam SIEM On Cloud

Official Board Action - Consent

Resolution No.:

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Finance, Audit, and IT  
Committee**

**Resolution No.:**

**Subject:** Route Diversion Software Subscription

**Department:** Technology Services

**Amount:** \$221,377.20

**Revised Amount:** \$2,509,073.18

---

**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve to extend and increase contract no. 7006588 for Route Diversion Software Subscription with Passur Aerospace of Orlando, Florida in an amount not to exceed \$221,377.20, for a revised not to exceed contract amount of \$2,509,073.18, with a revised contract completion date of March 4, 2027; and that the Chief Executive Officer or designee is authorized to execute said contract.

---

**BACKGROUND:**

- Extend and increase contract to continue services for an interactive, web-based software system to track flights diverted from DFW to regional airports during severe weather events or during other instances of irregular flight operations.
- Continue to allow airport personnel, regional airport operators, and air carrier dispatchers to coordinate more efficient recovery of aircraft to DFW, and reduce the probability of flight cancellations or aircraft/passengers having to remain overnight at the diversion airport.
- The platform capabilities help airports manage diversions more smoothly, reduce disruptions, and make faster, data-driven decisions during high-impact events.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not subject to a contract-specific goal. (Goods/Finished Products)

**ADDITIONAL INFORMATION:**

- On December 7, 2017 by Resolution No. 2017-12-286, the Airport awarded contract no. 7006588 for Route Diversion Software to Passur Aerospace of Orlando, Florida.

---

Fund	Project Number	External Funding Source
Operating Fund		

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**Attachments:** None

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**Approvals**

Michael Youngs, Vice President - Technology Services  
Tracy Barker, Vice President - Procurement and Materials Management  
Tamela Burks Lee, Vice President - Business Development  
Abel Palacios, Vice President - Finance  
Elaine Rodriguez, General Counsel - Legal  
Christopher McLaughlin, Chief Executive Officer

Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/22/2026  
Approved - 1/22/2026  
New -

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Finance, Audit, and IT  
Committee**

**Resolution No.:**

---

**Subject:** Payment Processing Services

**Department:** Finance

**Amount:** \$25,000,000

**Revised Amount:** \$0.00

---

**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve to execute contract number PA1936 for Payment Processing Services with Paymentech LLC. (JP Morgan Chase) of Plano, Texas in an amount not to exceed \$25,000,000 for the five-year term of the contract, with a start date of February 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.

---

**BACKGROUND:**

- This contract replaced an existing contract that has been in place for five years.
- Service allows the Airport to effectively and efficiently process credit card payments.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not Applicable

**ADDITIONAL INFORMATION:**

- Five proposals were received on or before the due date of November 10, 2025, with one non-responsive submission.

---

Fund	Project Number	External Funding Source
Operating Fund		

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**Attachments:** None

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**Approvals**

Abel Palacios, Vice President - Finance

Tracy Barker, Vice President - Procurement and Materials Management

Tamela Burks Lee, Vice President - Business Development

Abel Palacios, Vice President - Finance

Elaine Rodriguez, General Counsel - Legal

Christopher McLaughlin, Chief Executive Officer

Approved - 1/21/2026

Approved - 1/21/2026

Approved - 1/21/2026

Approved - 1/22/2026

Approved - 1/22/2026

New -



**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Finance, Audit, and IT  
Committee**

**Resolution No.:**

**Subject:** Amendments to the DFW Airport Board's Rules of Procedure

**Department:** Legal

**Amount:**

**Revised Amount:**

---

**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve amendments to the Board's Rules of Procedure to (i) reconfigure and change the names of the standing committees of the Dallas Fort Worth International Airport Board of Directors, (ii) modify the deadline by which public speakers must register to address the Board of Directors, and (iii) make certain technical and conforming changes to the Rules of Procedure.

---

**BACKGROUND:**

The Board's Rules of Procedure govern the practices and policies related to the operation of the Dallas Fort Worth International Airport Board.

This action would revise the Board's Rules of Procedure as follows:

Delete Section 10.1(a) in its entirety and replace it with the following:

*(a) The following standing committees of the Board are established:*

*(1) Operations and Technology Committee*

*(2) Finance, Audit and Administration Committee*

*(3) Infrastructure and Development Committee*

*(4) Revenue Management and Customer Experience Committee*

*(5) Executive Compensation and Retirement Committee*

Revise Section 10.2(a) to provide that only members of the Board may serve on standing committees.

Revise Section 7.3(a) to change the deadline for registered speakers from 5:00 pm the day before a Board meeting to 12:00 pm.

This action also changes the name "Chairman" to "Chair" throughout the document.

This action changes references to "iPads" to "electronic devices" as a means to deliver board-related materials.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not Applicable

**ADDITIONAL INFORMATION:**

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Fund	Project Number	External Funding Source
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**Attachments:** Proposed Board's Rules of Procedure - Redline, Proposed Board's Rules of Procedure - Final

---

**Approvals**

Elaine Rodriguez, General Counsel - Legal

Tamela Burks Lee, Vice President - Business Development

Abel Palacios, Vice President - Finance

Elaine Rodriguez, General Counsel - Legal

Approved - 1/21/2026

Approved - 1/21/2026

Approved - 1/22/2026

Approved - 1/22/2026

Amendments to the DFW Airport Board's Rules of Procedure

Official Board Action - Action

Resolution No.:



**DALLAS/FORT WORTH**

**INTERNATIONAL AIRPORT**

**BOARD'S RULES OF PROCEDURE**

	<b>TABLE OF CONTENTS</b>	<b>PAGE</b>
<b>Section 1</b>	<b>AUTHORITY .....</b>	<b>4</b>
<b>Section 2</b>	<b>OATH OF OFFICE .....</b>	<b>4</b>
<b>Section 3</b>	<b>MEETINGS .....</b>	<b>5</b>
3.1	Regular Meetings .....	5
3.2	Special Meetings .....	5
3.3	Public notice .....	5
3.4	Quorum .....	5
3.5	Chief Executive Officer Participation .....	5
3.6	General Counsel Participation .....	5
3.7	Board Secretary Participation .....	5
3.8	Board Auditor Participation .....	5
3.9	Closed Sessions .....	5
3.10	Committee Meetings .....	6
<b>Section 4</b>	<b>CODE OF CONDUCT .....</b>	<b>7</b>
4.1	Board Members .....	7
4.2	Administrative Staff .....	7
4.3	Citizens and Other Visitors .....	8
4.4	Enforcement .....	9
<b>Section 5</b>	<b>DUTIES AND PRIVILEGES OF MEMBERS .....</b>	<b>10</b>
5.1	Seating Arrangement .....	10
5.2	Right of Floor .....	10
5.3	Conflict of Interest .....	10
5.4	Right of Appeal .....	10
5.5	Voting .....	10
5.6	Demand for Roll Call .....	10
5.7	Personal Privileges .....	10
5.8	Dissents and Protests .....	11
5.9	Excusal from Attendance .....	11
5.10	Absence Because of Official Airport Board Business .....	11
5.11	Attendance Resolution .....	11
5.12	Procedures for Election of Officers. ....	11
<b>Section 6</b>	<b>CHAIR AND DUTIES .....</b>	<b>12</b>
6.1	Chair .....	12
6.2	Call to Order .....	12
6.3	Preservation of Order .....	12
6.4	Motions and Amendments to be Stated .....	12
6.5	Call for Recess .....	12

<b>Section 7</b>	<b>ORDER OF BUSINESS .....</b>	<b>13</b>
7.1	Agenda .....	13
7.2	Presentations by Members of Board .....	13
7.3	Citizen Speakers .....	13
<b>Section 8</b>	<b>CONSIDERATION OF ORDINANCES, RESOLUTIONS, AND MOTIONS .....</b>	<b>15</b>
8.1	Printed Form/Electronic Media. ....	15
8.2	General Counsel to Approve .....	15
8.3	Distribution of Actions and Resolutions .....	15
8.4	Rules of Order .....	15
8.5	Reconsideration .....	15
8.6	The Previous Question .....	15
8.7	Changing Vote(s) .....	15
8.8	Withdrawal of Motions .....	16
8.9	Amendments to Motions .....	16
<b>Section 9</b>	<b>VOTES REQUIRED .....</b>	<b>16</b>
9.1	Voting Requirements .....	16
9.2	Airport Board Rules Requirements .....	16
<b>Section 10</b>	<b>AIRPORT BOARD COMMITTEES .....</b>	<b>17</b>
10.1	Committees Established .....	17
10.2	Appointment .....	17
10.3	Committee Meetings .....	17
10.4	Ad Hoc Working Groups .....	18
10.5	Agenda and Information .....	18
<b>Section 11</b>	<b>RULES SUSPENSION OR AMENDMENT .....</b>	<b>19</b>
11.1	Suspension of Rules .....	19
11.2	Amendment of Rules .....	19
<b>Section 12</b>	<b>BOARD MEMBER EXPENSES AND REQUESTS.....</b>	<b>20</b>
12.1	General .....	20
12.2	Board Member Travel. ....	20
12.3	Board Member Expenses Unrelated to Travel. ....	21
12.4	Electronic Communication Devices. ....	21
12.5	Board Member Requests. ....	21

## **Section 1**

### **AUTHORITY**

The Contract and Agreement provides that the Airport Board (hereinafter "Board") shall hold at least one (1) public meeting each month and other public meetings as it may deem necessary for the transaction of its general business.

The Contract and Agreement also authorizes the Board to adopt such bylaws governing itself and its operations and affairs as will not be inconsistent with the Contract and Agreement's terms.

## **Section 2**

### **OATH OF OFFICE**

Upon their appointment to the Dallas/Fort Worth International Airport Board, the Chairman shall administer to the newly appointed members and these members shall affirm the following oath of office:

I, (state your name), hereby affirm, to the best of my ability, that I will abide by the Rules of Procedure of the Dallas/Fort Worth International Airport Board and agree to uphold the Airport's governing documents, including the 1968 Contract and Agreement, the Master Bond Ordinance, and the Airline Use Agreement, as they have or may be amended. I further agree, to the best of my ability, to abide by and uphold all rules, regulations, ordinances and laws that apply or may apply to me, as a member of the Airport Board, or to the Dallas/Fort Worth International Airport.

## Section 3

### MEETINGS

- 3.1 **Regular Meetings.** The Board will meet on the first Thursday of each month at times set by the Board, unless postponed or canceled for valid reasons.
- 3.2 **Special Meetings.** The Board Secretary shall call special meetings upon written request of the Chief Executive Officer, ~~Chairman~~Chair of the Board, the Mayor of Dallas, the Mayor of Fort Worth, or three (3) members of the Board.
- 3.3 **Public Notice.** The agenda for all regular and committee meetings and the notice listing items to be considered shall be posted by the Board Secretary on the Airport's official bulletin board and the website in accordance with the Texas Open Meetings Act. [Chapter 551, Texas Government Code]
- 3.4 **Quorum.** A quorum shall consist of any seven (7) members of the Board including at least one (1) member appointed to Place No. 2, 3, 7 or 8, and a concurrence of six (6) members shall be necessary for any official action taken by the Board.
- 3.5 **Chief Executive Officer Participation.** The Chief Executive Officer, or Acting Chief Executive Officer, shall attend all meetings of the Board unless excused. The Chief Executive Officer may make recommendations to the Board and shall have the right to take part in all discussions, but shall have no vote.
- 3.6 **General Counsel Participation.** The General Counsel, or designated Legal Counsel, shall attend all meetings of the Board unless excused and shall, upon request, give an opinion, either written or oral, on questions of law. The General Counsel shall act as the Board's parliamentarian.
- 3.7 **Board Secretary Participation.** The Board Secretary or designee shall attend all meetings of the Board and shall keep accurate records of all actions taken by the Board except during its closed session meetings.
- 3.8 **Board Auditor Participation.** The Board Auditor or designee shall attend all Board meetings to respond to inquiries made by the Board unless specifically dismissed by the Board during all or part of its closed session meetings.
- 3.9 **Closed Sessions.** With the concurrence of Legal Counsel, closed sessions may be held to discuss personnel matters, pending or contemplated litigation, purchase, exchange, lease or value of real property, or other subjects for which a closed session is permitted by law. No vote shall be taken in a closed session on any matter under consideration nor shall any member enter into a commitment with another respecting a vote to be taken subsequently in a public meeting of the Board. The Board shall follow the letter

and the spirit of the Texas Open Meetings Act, and closed sessions shall be kept to a minimum.

- 3.10 **Committee Meetings.** During committee meetings, members shall refrain from calling on members of the public to speak unless arrangements are made in advance with the ~~Chairman~~Chair of the Board or Chief Executive Officer.



**Section 4**  
**CODE OF CONDUCT**

**4.1 Board Members.**

- (a) During Airport Board meetings (hereinafter "Board meetings"), members shall assist in preserving order and decorum and shall neither by conversation or otherwise delay or interrupt the proceedings nor refuse to obey the orders of the presiding officer or the rules of the Board.
- (b) A member desiring to speak shall address the Chair and, upon recognition by the presiding officer, shall confine discussion to the question under debate, avoid discussion of personalities and indecorous language, and refrain from personal attacks and verbal abuse.
- (c) A member desiring to question Airport Board staff shall address questions to the staff member or the Chief Executive Officer who shall either answer the inquiries or request the staff member to respond. Members shall not berate or admonish staff members.
- (d) A member, once recognized, shall not be interrupted while speaking unless called to order by the presiding officer, unless a point of order is raised by another member, or unless the speaker chooses to yield to questions from another member. If a Board member is called to order while speaking, that member shall cease speaking immediately until the question of order is determined. If ruled to be in order, the member shall be permitted to proceed. If ruled to be not in order, the member shall remain silent or make additional remarks so as to comply with rules of the Board.
- (e) Board members shall confine their questions to the particular matters before the assembly and in debate shall confine the remarks to the issues before the Board.
- (f) When there is more than one speaker on the same subject, members will delay their comments until after all speakers on the subject have been heard.

**4.2 Administrative Staff.**

- (a) Members of the administrative staff and employees of the Board shall observe the same rules of procedures and decorum applicable to members of the Board.

- (b) Although the presiding officer has the authority to preserve decorum in meetings, the Chief Executive Officer also is responsible for the orderly conduct and decorum of all Board employees under the Chief Executive Officer's direction and control.
- (c) The Chief Executive Officer shall take such disciplinary action as may be necessary to ensure that decorum is preserved at all times by Board employees in Board meetings.
- (d) All persons addressing the Board, including the Chief Executive Officer, other staff members, or members of the public, shall be recognized by the presiding officer and shall limit their remarks to the matter under discussion.
- (e) All remarks and questions addressed to the Board shall be addressed to the Board as a whole and not to any individual member.

#### **4.3 Citizens and Other Visitors.**

- (a) Citizens and other visitors are welcome to attend all public meetings of the Board and will be admitted to the Board room in which the Board is meeting up to the fire safety capacity of the room.
- (b) Everyone attending the meeting will refrain from private conversations while the Board is in session.
- (c) Citizens and other visitors attending Board meetings shall observe the same rules or propriety, decorum and good conduct applicable to members of the Board. Any person making personal, impertinent, profane or slanderous remarks or who becomes boisterous while addressing the Board or while attending the Board meeting shall be removed from the room if the sergeant-at-arms is so directed by the presiding officer, and the person shall be barred from further audience before the Board during that session of the Board. If the presiding officer fails to act, any member of the Board may move to require enforcement of the rules, and the affirmative vote of a majority of the Board shall require the presiding officer to act.
- (d) Unauthorized remarks from the audience, stamping of feet, whistles, yells, and similar demonstrations shall not be permitted by the presiding officer. Aggravated cases may be prosecuted. In case the presiding officer shall fail to act, any member of the Board may move to require enforcement of the rules, and the affirmative vote of the majority of the Board shall require the presiding officer to act.
- (e) No placards, banners, or signs will be permitted in the Board room or in any other room in which the Board is meeting. Exhibits, displays, and visual aids used in connection with presentations to the Board, however, are permitted.

- 4.4 **Enforcement.** The Chief Executive Officer, or designee, shall act as sergeant-at-arms for the Board and shall furnish whatever assistance is needed to enforce the rules of the Board.

## Section 5

### DUTIES AND PRIVILEGES OF MEMBERS

- 5.1 **Seating Arrangement.** Members shall occupy the seats in the Board room assigned to them by the ~~Chairman~~Chair of the Board, but any two (2) or more members may exchange seats.
- 5.2 **Right of Floor.** A member who desires to speak must be recognized by the presiding officer. No member shall address the presiding officer or demand the floor while a vote is being taken.
- 5.3 **Conflict of Interest.** A member prevented from voting by a conflict of interest shall leave the Board meeting during the debate, shall not vote on the matter, and shall otherwise comply with the state law and the Contract and Agreement concerning conflicts of interest.
- 5.4 **Right of Appeal.** Any member may appeal to the Board from a ruling of the presiding officer. If the appeal is seconded, the member making the appeal may briefly explain the ruling; but there shall be no debate on the appeal, and no other member shall participate in the discussion. The presiding officer shall then put the question, "Shall the decision of the Chair be sustained?" If a majority of the members present vote "Aye," the ruling of the Chair is sustained; otherwise, it is overruled.
- 5.5 **Voting.**
- (a) Every member present when a question is called shall vote either "Aye" or "No" except on matters involving a conflict of interest or the consideration of the member's own official conduct.
  - (b) After the result of a vote is announced, a member may not change a vote unless, before the adjournment of that meeting, permission is given to change the vote by a majority vote of the members present.
- 5.6 **Demand for Roll Call.** Upon demand of any member for roll call vote, made before the result is announced, the roll shall be called for aye and no votes upon any question before the Board. It shall not be in order for members to explain their vote during the roll call.
- 5.7 **Personal Privileges.** The right of a member to address the Board on a question of personal privilege shall be limited to cases in which the member's integrity, character, or motives are assailed, questioned, or impugned.

- 5.8 **Dissents and Protests.** Any member shall have the right to express dissent from or protest against any resolution, or other action of the Board and have the reason for the dissent or protest entered in the minutes. Such dissent or protest may be filed in writing and presented to the Board Secretary for placement in the minutes not later than the next regular agenda meeting following the date of the Board's action on the matter.
- 5.9 **Excusal from Attendance.** Members are expected to attend meetings and stay in attendance during each meeting. Members should not miss a Board meeting except for good and valid reasons.
- 5.10 **Absence Because of Official Airport Board Business.** If a member is absent from a Board meeting because he or she is on official Board business, as an officially designated Board representative, the member may request that the Board Secretary record in the minutes for that meeting that the member was absent because of official Board business.
- 5.11 **Attendance Resolution.** By policy of both city councils, any member who is absent for more than three (3) regular meetings in succession, or four (4) regular meetings in any successive twelve-month period, will be required to forfeit their office unless excused by the appointing city council.
- 5.12 **Procedures for Election of Officers.** Prior to the regularly scheduled February Board meeting, the Mayor of Dallas, the Mayor of Fort Worth, and the Board Chair shall discuss a potential slate of candidates to ~~fill the Chairmanship~~ serve as Chair, ~~the Vice-Chairmanship~~, and ~~the~~ Secretary of the Board.

At the February Board meeting, this nominating advisory committee shall nominate an individual for each of these three (3) positions. The advisory committee's nominations are treated just as if made by members from the floor. The Chair shall then take additional nominations from the floor. A nomination need not be seconded.

The Chair shall then call for a vote by a show of hands for the Chairmanship position of Chair first, followed by the Vice-Chair~~man~~, followed by ~~the~~ Secretary of the Board.

Each officer must be elected by a majority vote of the entire board, which must be at least six (6) board members pursuant to the Contract and Agreement. If a majority vote (six (6) or more votes) is not obtained for a single candidate upon the first ballot, then the candidate with the lowest vote count shall be dropped from the slate of candidates, and another vote is called. This procedure shall continue until there is a majority vote reached for each position.

Each officer shall be elected for a one (1) year term. The election shall take effect immediately.

**Section 6**  
**CHAIR AND DUTIES**

- 6.1 **Chair.** The Chair of the Board, if present, shall preside as chair at all meetings of the Board. In the absence of the Chair of the Board, the Vice-Chair shall preside. In the absence of both the Chair and the Vice-Chair, the Secretary of the Board shall preside. In the absence of all three (3), the Board shall elect a chair. If the Chair of the Board vacates the Chair during a meeting, and the Vice-Chair or Secretary of the Board is not available, the Chair may, subject to the approval of the Board, appoint a temporary chair. The first adjournment puts an end to this appointment.
- 6.2 **Call to Order.** The meetings of the Board shall be called to order by the Chair, or in the Chair's absence, by the Vice-Chair, or in the Vice-Chair's absence, by the Secretary of the Board.
- 6.3 **Preservation of Order.** The Chair shall preserve order and decorum, call upon the sergeant-at-arms as necessary to enforce compliance with the rules, and confine members in debate to the question under discussion.
- 6.4 **Motions and Amendments to be Stated.** The Chair shall state all motions and amendments submitted for a vote and announce the result. A roll call vote shall be taken when requested by a member in accordance with Subsection 5.6.
- 6.5 **Call for Recess.** The Chair may call for a recess at his or her discretion for a designated period of time.

## Section 7

### ORDER OF BUSINESS

#### 7.1 Agenda.

(a) **Preparation and Distribution.** The order of business of each meeting shall be as contained in the agenda prepared as follows:

- (1) The agenda shall be a listing by topic of subjects to be considered by the Board, and shall be delivered to members of the Board in advance of each meeting in accordance with the directives of the Board.
- (2) The Chair shall determine the contents of the agenda relating to policy items. The Chair shall transmit these items to the Chief Executive Officer in time for distribution at the same time operational items are distributed.
- (3) The Chief Executive Officer shall present the agenda to the Board.

(b) **Board Meetings.** The Board will consider the minutes, the consent agenda, and individual items for consideration. The Board shall hear speakers who wish to comment on matters that are scheduled on the Board consent and individual item agenda for that day. The Board shall also hear speakers who wish to comment on matters not on the agenda for that day. Speakers shall appear in accordance with applicable rules established in Subsection 7.3 of these rules.

7.2 **Presentations by Members of Board.** The Chair shall include on an agenda any item to be brought before the Board that is requested by at least four (4) members or by a majority of a Board committee. The item must be placed on the first voting agenda scheduled at least thirty (30) calendar days after receipt of the request, unless the request is withdrawn by any of the original requesting Board members or by a majority of the Board committee, whichever applies.

7.3 **Citizen Speakers.** At Board meetings, a person may address the Board concerning agenda items or address the Board on matters not on the agenda in accordance with the following rules:

(a) **Speakers to Register.** A person wishing to address the Board must first register with the Board Secretary and provide the following information: Name, address, daytime telephone number, the subject matter to be presented, and whether the subject is on the current Board meeting agenda. A person may register in person, by telephone, or by electronic media. The earliest a person may register for an upcoming Board meeting is the beginning of the next

regular business day following the preceding Board meeting. The deadline for registering to address the Board is 125:00 p.m. the ~~night~~ day before the Board meeting.

- (b) **Contacting the Speaker.** On the day before the Board meeting, the Board Secretary will provide the Chief Executive Officer with the registration information of persons who have registered up to that time. The Chief Executive Officer may direct a member of the Board staff to contact the person to try to resolve a problem. Contact by a member of the Board staff should in no way suggest that the person should not appear and address the Airport Board.
- (c) **Speaker Rules.** In order that the Board may properly consider each matter brought to it, speakers are asked to observe the following rules:
  - (1) Only one (1) person may approach the microphone/podium at any one time, and only the person at the microphone/podium will be allowed to speak.
  - (2) There will be no substitutions or pooling of speakers.
  - (3) Speakers should address their comments to the presiding officer rather than individual members or staff. Speakers may not refer to a member by name.
  - (4) Speakers may file copies of their remarks or supporting information with the Board Secretary. The Board Secretary will make the information available to the Board and Chief Executive Officer if requested.
  - (5) Except as provided below, a person who addresses the Board during a public meeting must limit remarks to the specific subject matter being considered by the Board in that public meeting.
  - (6) A registered speaker wishing to address the Board concerning a matter on that Board meeting agenda shall be allowed to do so prior to or at the time the Board considers that item. The time allocated per speaker shall be designated by the Chair~~man~~ but shall not exceed three (3) minutes; provided, however, that the time allotted to a registered speaker who addresses the Board through a translator shall be doubled to ensure that non-English speakers receive the same opportunity to address the Board as English speakers. The Chair~~man~~ shall advise when the speaker's time has expired.
  - (7) A registered speaker wishing to address the Board on a subject matter not on that Board meeting agenda may speak during the period of time set aside at the end of the Board



meeting. A maximum of ten (10) citizens may address the Board on a subject matter not on that Board meeting agenda. During the meeting, the first ten (10) registrants will be called. If a registered speaker is not present, the next name will be called until a total of ten (10) speakers have been heard. The time allocated per speaker shall be designated by the Chair~~man~~ but shall not exceed three (3) minutes. The Chair~~man~~ shall advise when the speaker's time has expired.

## Section 8

### CONSIDERATION OF BOARD ACTIONS AND RESOLUTIONS

- 8.1 Printed Form/Electronic Media.** All Board actions and resolutions shall be presented to the Board in printed form or by electronic media.
- 8.2 General Counsel to Approve.** All Board actions and resolutions shall be approved as to form by the Board's General Counsel.
- 8.3 Distribution of Actions and Resolutions.** The Chief Executive Officer shall prepare copies of all proposed Board actions and resolutions to be available for distribution to all members of the Board at the meeting at which the action or resolution is introduced, or at such earlier time as is appropriate.
- 8.4 Rules of Order.** The most recent edition of Robert's Rules of Order Revised shall govern the proceedings of the Board in all cases, unless they are in conflict with these rules.
- 8.5 Reconsideration.** A motion to reconsider any action of the Board must be made no later than the next meeting of the Board. Such a motion may only be made by a member who voted with the prevailing side. It can be seconded by any member. No question shall be twice reconsidered except by unanimous vote of the Board. An action relating to any contract may be reconsidered at any time before the final execution thereof.
- 8.6 The Previous Question.** When the previous question is moved and seconded, there shall be no further amendment or debate, and on pending amendments shall be put in order before the main question. If the motion for the previous question is lost, the main question remains before the Board. An affirmative vote of two-thirds of the member's present shall be required to approve the previous question. (To demand the previous question is equivalent in effect to moving "that debate now cease, and the Board immediately proceed to vote on the pending motion." In practice, this is done with the phrase "Call for the Question," or by simply saying "Question.")
- 8.7 Changing Vote(s).** Members have the right to change their votes at any time before the final vote is announced. Afterward, changes can only be made with the Board's permission. This can be given by general consent (i.e. if, when the Chair inquires, no

member objects). If objection is made, a motion may be made to grant the permission, which motion is undebatable.

- 8.8 Withdrawal of Motions.** A motion may be withdrawn, or modified, by its mover without asking permission until the motion has been stated by the Chair. If the mover modifies the motion, the seconder may withdraw the second. After the question has been stated, the mover shall neither withdraw it nor modify it without the consent of the Board.
- 8.9 Amendments to Motions.** No proposal of a subject different from that under consideration shall be admitted as a motion or amendment to a motion. A motion to amend an amendment shall be in order, but one to amend an amendment of an amendment shall not be in order.

## **Section 9**

### **VOTES REQUIRED**

- 9.1 Voting Requirements.** A quorum shall consist of any seven (7) members of the Board including at least one (1) member appointed to Place No. 2, 3, 7 or 8, and a concurrence of six (6) members shall be necessary for any official action taken by the Board.
- 9.2 Airport Board Rules Requirements.**
- (a) **Suspending Rules.** An Airport Board rule may be suspended by an affirmative vote of two-thirds of the members present.
  - (b) **The Previous Question.** An affirmative vote of two-thirds of the members present is required to approve the previous question.

## Section 10

### AIRPORT BOARD COMMITTEES

#### 10.1 Committees Established.

- (a) The following standing committees of the Board are established.
- (1) Operations and Technology Committee
  - (2) Finance, Audit and ~~IT~~Administration Committee
  - (3) Infrastructure and Development Committee ~~Retirement/Investment~~
  - (4) Revenue Management and Customer Experience Committee  
~~Concessions/Commercial Development~~
  - (5) Executive Compensation and Retirement Committee
- (b) Each standing committee shall review matters in its area of responsibility that are referred to it by the Board, the Chief Executive Officer, or an individual member. A standing committee may by majority vote recommend action to the Board, but committee recommendation is not necessary for a matter to be placed on the Board agenda. At the next regular Board meeting after a standing committee meets, the committee chair shall report on the committee's consideration of items that are on that Board meeting agenda.

#### 10.2 Appointment.

- (a) A standing committee shall consist of not less than three members of the Board appointed by the Chair. The Chair shall also appoint a chair and vice-chair of each committee. The mayors of Dallas and Fort Worth shall be ex officio members of each standing committee. Only members may serve on a standing committee, ~~except the Retirement/Investment, which will include as members the Chief Executive Officer, the Executive Vice President of Administration and Diversity, and the Executive Vice President of Finance and Information Technology Services.~~ Every effort will be made to ensure equitable representation of both Fort Worth and Dallas Board members on each standing committee.
- (b) The Chair may remove and reassign members to and from the various standing committees.

#### 10.3 Committee Meetings.

- (a) Standing committees shall meet on the Tuesday immediately preceding the regular monthly Board meeting at a time prescribed by the Committee Chair and/or the Chief Executive Officer unless the Chair and/or the Chief Executive Officer cancels the meeting or establishes another meeting time. The Chair may

also schedule additional meetings as necessary.

- (b) A majority of the members (excluding ex officio members) of the committee, constitutes a quorum; provided, however, that, even if he or she is not a member of a standing committee, attendance of the Board Chair (or, in their absence, the Board Vice Chair, or in their absence, the Secretary of the Board) at a standing committee meeting may be counted toward satisfying the quorum requirement for that committee and may vote as a member of that committee. Committee meetings must be conducted in accordance with the Texas Open Meetings Act.

- 10.4 **Ad Hoc Working Groups.** The Chair may appoint ad hoc working groups from time to time to study and review specific issues. The Chair shall determine the number of members and appoint a chair of the ad hoc working group.
- 10.5 **Agenda and Information.** Before each committee meeting the Chief Executive Officer shall provide an agenda and supporting information for each committee meeting to committee members and the public. Items may be scheduled on the agenda for committee briefing by the Chair of the committee, the Board, the ~~Chairman~~Chair of the Board, or the Chief Executive Officer.

## Section 11

### RULES SUSPENSION OR AMENDMENT

- 11.1 **Suspension of Rules.** Any provision of these rules not governed by the 1968 Contract and Agreement, the Concurrent Bond Ordinance, or state law may be temporarily suspended by a two-thirds vote of the members of the Board present. The vote on any such suspension shall be taken by ayes and noes and entered upon the record.
- 11.2 **Amendment of Rules.** These rules may be amended, or new rules adopted, by a majority vote of the members of the Board present.

## Section 12

### BOARD MEMBER EXPENSES AND REQUESTS

12.1 **General.** Members of the Board shall consider the financial impacts of their expenditures and shall ensure that each expenditure is reasonable and necessary and provides a benefit to the Airport. When incurring Board travel and other Board business expenses, members shall exercise the same care that a prudent person exercises when traveling on personal business and spending his/her own money.

#### 12.2 Board Member Travel.

- (a) Members of the Board may be required to travel to discharge their official duties. Any Board-funded travel shall be clearly related to achieving the Board's strategic goals and objectives.
- (b) Travel by members of the Board shall be approved in advance by the Chair of the Board.
- (c) Members of the Board shall comply with the business travel and expense policies applicable to the Chief Executive Officer, unless indicated otherwise in this Section. The Board Staff Secretary shall provide copies of the applicable policies to members of the Board.
- (d) The Board Staff Secretary shall be responsible for coordinating Board-funded out-of-town travel for members of the Board and for assisting members with completing any necessary forms.
- (e) Airfare and registration fees shall be paid directly by the Board. Reimbursements for any airfare purchases by members of the Board are limited by state statute to an amount equal to the lowest available fare at the time of purchase. Members of the Board who have no overdue travel expense reimbursements owed to the Board may request a travel advance for the eligible portion of their estimated travel costs.
- (f) Members of the Board shall submit all required travel receipts to the Board Staff Secretary within 30 days of returning from travel. The Board Staff Secretary shall then prepare the business expense reimbursement forms for the member and submit them to the Chair of the Board for his/her review and approval. (The Chair's business expense reimbursement forms shall be reviewed and approved by the Chair of the Finance, Audit and ~~IT~~Administration Committee). Once approved, the Board Staff Secretary shall initiate a payment to the member for any additional amount owed to the member, or notify the member as to any travel advance reimbursement owed to the Board. Any reimbursement owed to the Board shall be paid within 30 days of being notified by the Board Staff Secretary. The Board Staff Secretary shall notify

the Board Chair with respect to members who have not timely submitted all required travel receipts or reimbursements owed to the Board.

### 12.3 Board Member Expenses Unrelated to Travel.

- (a) Members of the Board may request reimbursement for mileage and tolls when using their personal vehicles for Board business, including mileage to and from DFW Airport; such mileage shall be reimbursed at the Internal Revenue Service mileage rate in effect at the time of travel. Requests for reimbursement shall be documented on reimbursement forms provided by the Board Staff Secretary and shall include, for each trip, the starting and ending locations, the total Board business mileage, and the Board business purpose of the trip. No advances for personal vehicle use shall be allowed.
- (b) Requests for reimbursements for other reasonable and necessary Board-related business expenses shall be fully documented on reimbursement forms provided by the Board Staff Secretary. Members of the Board may request reimbursement for data plans for their Board-issued ~~iPad~~electronic device, not to exceed \$30 per month. Members of the Board shall provide receipts supporting the requested reimbursements; for any missing receipts, members shall document the reason the receipts are not available. No advances for non-travel Board business expenses shall be allowed.
- (c) The Chair of the Board shall review and approve (or disallow) all business expense reimbursement requests for members of the Board. The Chair's business expense reimbursement requests shall be reviewed and approved (or disallowed) by the Chair of the Finance, Audit and ~~IT~~Administration Committee. Reimbursement requests for data plans not exceeding \$30 per month for Board-issued ~~iPads~~electronic device may be processed by the Board Staff Secretary without obtaining the Chair's approval.

12.4 **Electronic Communication Devices.** The Board shall not pay for nor provide members with electronic communication devices (e.g., cell phones and computers), other than ~~the~~ an iPad~~s~~electronic device issued to members of the Board for paper reduction purposes. Reimbursement for cell phone charges during international travel is governed by the Board's business travel and expense policies. Charges for members' domestic use of their personal cell phones are never reimbursable. ~~iPads~~Electronic devices issued to members of the Board, and any related items purchased or reimbursed by the Board, shall be returned to the Board Staff Secretary when the member's service on the Board ends.

12.5 **Board Member Requests.** Any Board member request to Board staff for an item, service, or benefit that is not de minimis and is not addressed by this Section shall be made through and require the approval of the Chair of the Board.



**DALLAS/FORT WORTH**

**INTERNATIONAL AIRPORT**

**BOARD'S RULES OF PROCEDURE**

	<b>TABLE OF CONTENTS</b>	<b>PAGE</b>
<b>Section 1</b>	<b>AUTHORITY .....</b>	<b>4</b>
<b>Section 2</b>	<b>OATH OF OFFICE .....</b>	<b>4</b>
<b>Section 3</b>	<b>MEETINGS .....</b>	<b>5</b>
3.1	Regular Meetings .....	5
3.2	Special Meetings .....	5
3.3	Public notice .....	5
3.4	Quorum .....	5
3.5	Chief Executive Officer Participation .....	5
3.6	General Counsel Participation .....	5
3.7	Board Secretary Participation .....	5
3.8	Board Auditor Participation .....	5
3.9	Closed Sessions .....	5
3.10	Committee Meetings .....	6
<b>Section 4</b>	<b>CODE OF CONDUCT .....</b>	<b>7</b>
4.1	Board Members .....	7
4.2	Administrative Staff .....	7
4.3	Citizens and Other Visitors .....	8
4.4	Enforcement .....	9
<b>Section 5</b>	<b>DUTIES AND PRIVILEGES OF MEMBERS .....</b>	<b>10</b>
5.1	Seating Arrangement .....	10
5.2	Right of Floor .....	10
5.3	Conflict of Interest .....	10
5.4	Right of Appeal .....	10
5.5	Voting .....	10
5.6	Demand for Roll Call .....	10
5.7	Personal Privileges .....	10
5.8	Dissents and Protests .....	11
5.9	Excusal from Attendance .....	11
5.10	Absence Because of Official Airport Board Business .....	11
5.11	Attendance Resolution .....	11
5.12	Procedures for Election of Officers. ....	11
<b>Section 6</b>	<b>CHAIR AND DUTIES .....</b>	<b>12</b>
6.1	Chair .....	12
6.2	Call to Order .....	12
6.3	Preservation of Order .....	12
6.4	Motions and Amendments to be Stated .....	12
6.5	Call for Recess .....	12

<b>Section 7</b>	<b>ORDER OF BUSINESS .....</b>	<b>13</b>
7.1	Agenda .....	13
7.2	Presentations by Members of Board .....	13
7.3	Citizen Speakers .....	13
<b>Section 8</b>	<b>CONSIDERATION OF ORDINANCES, RESOLUTIONS, AND MOTIONS .....</b>	<b>15</b>
8.1	Printed Form/Electronic Media. ....	15
8.2	General Counsel to Approve .....	15
8.3	Distribution of Actions and Resolutions .....	15
8.4	Rules of Order .....	15
8.5	Reconsideration .....	15
8.6	The Previous Question .....	15
8.7	Changing Vote(s) .....	15
8.8	Withdrawal of Motions .....	16
8.9	Amendments to Motions .....	16
<b>Section 9</b>	<b>VOTES REQUIRED .....</b>	<b>16</b>
9.1	Voting Requirements .....	16
9.2	Airport Board Rules Requirements .....	16
<b>Section 10</b>	<b>AIRPORT BOARD COMMITTEES .....</b>	<b>17</b>
10.1	Committees Established .....	17
10.2	Appointment .....	17
10.3	Committee Meetings .....	17
10.4	Ad Hoc Working Groups .....	18
10.5	Agenda and Information .....	18
<b>Section 11</b>	<b>RULES SUSPENSION OR AMENDMENT .....</b>	<b>19</b>
11.1	Suspension of Rules .....	19
11.2	Amendment of Rules .....	19
<b>Section 12</b>	<b>BOARD MEMBER EXPENSES AND REQUESTS.....</b>	<b>20</b>
12.1	General .....	20
12.2	Board Member Travel. ....	20
12.3	Board Member Expenses Unrelated to Travel. ....	21
12.4	Electronic Communication Devices. ....	21
12.5	Board Member Requests. ....	21

## **Section 1**

### **AUTHORITY**

The Contract and Agreement provides that the Airport Board (hereinafter "Board") shall hold at least one (1) public meeting each month and other public meetings as it may deem necessary for the transaction of its general business.

The Contract and Agreement also authorizes the Board to adopt such bylaws governing itself and its operations and affairs as will not be inconsistent with the Contract and Agreement's terms.

## **Section 2**

### **OATH OF OFFICE**

Upon their appointment to the Dallas/Fort Worth International Airport Board, the Chairman shall administer to the newly appointed members and these members shall affirm the following oath of office:

I, (state your name), hereby affirm, to the best of my ability, that I will abide by the Rules of Procedure of the Dallas/Fort Worth International Airport Board and agree to uphold the Airport's governing documents, including the 1968 Contract and Agreement, the Master Bond Ordinance, and the Airline Use Agreement, as they have or may be amended. I further agree, to the best of my ability, to abide by and uphold all rules, regulations, ordinances and laws that apply or may apply to me, as a member of the Airport Board, or to the Dallas/Fort Worth International Airport.

### Section 3

#### MEETINGS

- 3.1 **Regular Meetings.** The Board will meet on the first Thursday of each month at times set by the Board, unless postponed or canceled for valid reasons.
- 3.2 **Special Meetings.** The Board Secretary shall call special meetings upon written request of the Chief Executive Officer, Chair of the Board, the Mayor of Dallas, the Mayor of Fort Worth, or three (3) members of the Board.
- 3.3 **Public Notice.** The agenda for all regular and committee meetings and the notice listing items to be considered shall be posted by the Board Secretary on the Airport's official bulletin board and the website in accordance with the Texas Open Meetings Act. [Chapter 551, Texas Government Code]
- 3.4 **Quorum.** A quorum shall consist of any seven (7) members of the Board including at least one (1) member appointed to Place No. 2, 3, 7 or 8, and a concurrence of six (6) members shall be necessary for any official action taken by the Board.
- 3.5 **Chief Executive Officer Participation.** The Chief Executive Officer, or Acting Chief Executive Officer, shall attend all meetings of the Board unless excused. The Chief Executive Officer may make recommendations to the Board and shall have the right to take part in all discussions, but shall have no vote.
- 3.6 **General Counsel Participation.** The General Counsel, or designated Legal Counsel, shall attend all meetings of the Board unless excused and shall, upon request, give an opinion, either written or oral, on questions of law. The General Counsel shall act as the Board's parliamentarian.
- 3.7 **Board Secretary Participation.** The Board Secretary or designee shall attend all meetings of the Board and shall keep accurate records of all actions taken by the Board except during its closed session meetings.
- 3.8 **Board Auditor Participation.** The Board Auditor or designee shall attend all Board meetings to respond to inquiries made by the Board unless specifically dismissed by the Board during all or part of its closed session meetings.
- 3.9 **Closed Sessions.** With the concurrence of Legal Counsel, closed sessions may be held to discuss personnel matters, pending or contemplated litigation, purchase, exchange, lease or value of real property, or other subjects for which a closed session is permitted by law. No vote shall be taken in a closed session on any matter under consideration nor shall any member enter into a commitment with another respecting a vote to be taken subsequently in a public meeting of the Board. The Board shall follow the letter

and the spirit of the Texas Open Meetings Act, and closed sessions shall be kept to a minimum.

- 3.10 **Committee Meetings.** During committee meetings, members shall refrain from calling on members of the public to speak unless arrangements are made in advance with the Chair of the Board or Chief Executive Officer.

**Section 4**  
**CODE OF CONDUCT**

**4.1 Board Members.**

- (a) During Airport Board meetings (hereinafter "Board meetings"), members shall assist in preserving order and decorum and shall neither by conversation or otherwise delay or interrupt the proceedings nor refuse to obey the orders of the presiding officer or the rules of the Board.
- (b) A member desiring to speak shall address the Chair and, upon recognition by the presiding officer, shall confine discussion to the question under debate, avoid discussion of personalities and indecorous language, and refrain from personal attacks and verbal abuse.
- (c) A member desiring to question Airport Board staff shall address questions to the staff member or the Chief Executive Officer who shall either answer the inquiries or request the staff member to respond. Members shall not berate or admonish staff members.
- (d) A member, once recognized, shall not be interrupted while speaking unless called to order by the presiding officer, unless a point of order is raised by another member, or unless the speaker chooses to yield to questions from another member. If a Board member is called to order while speaking, that member shall cease speaking immediately until the question of order is determined. If ruled to be in order, the member shall be permitted to proceed. If ruled to be not in order, the member shall remain silent or make additional remarks so as to comply with rules of the Board.
- (e) Board members shall confine their questions to the particular matters before the assembly and in debate shall confine the remarks to the issues before the Board.
- (f) When there is more than one speaker on the same subject, members will delay their comments until after all speakers on the subject have been heard.

**4.2 Administrative Staff.**

- (a) Members of the administrative staff and employees of the Board shall observe the same rules of procedures and decorum applicable to members of the Board.

- (b) Although the presiding officer has the authority to preserve decorum in meetings, the Chief Executive Officer also is responsible for the orderly conduct and decorum of all Board employees under the Chief Executive Officer's direction and control.
- (c) The Chief Executive Officer shall take such disciplinary action as may be necessary to ensure that decorum is preserved at all times by Board employees in Board meetings.
- (d) All persons addressing the Board, including the Chief Executive Officer, other staff members, or members of the public, shall be recognized by the presiding officer and shall limit their remarks to the matter under discussion.
- (e) All remarks and questions addressed to the Board shall be addressed to the Board as a whole and not to any individual member.

#### **4.3 Citizens and Other Visitors.**

- (a) Citizens and other visitors are welcome to attend all public meetings of the Board and will be admitted to the Board room in which the Board is meeting up to the fire safety capacity of the room.
- (b) Everyone attending the meeting will refrain from private conversations while the Board is in session.
- (c) Citizens and other visitors attending Board meetings shall observe the same rules or propriety, decorum and good conduct applicable to members of the Board. Any person making personal, impertinent, profane or slanderous remarks or who becomes boisterous while addressing the Board or while attending the Board meeting shall be removed from the room if the sergeant-at-arms is so directed by the presiding officer, and the person shall be barred from further audience before the Board during that session of the Board. If the presiding officer fails to act, any member of the Board may move to require enforcement of the rules, and the affirmative vote of a majority of the Board shall require the presiding officer to act.
- (d) Unauthorized remarks from the audience, stamping of feet, whistles, yells, and similar demonstrations shall not be permitted by the presiding officer. Aggravated cases may be prosecuted. In case the presiding officer shall fail to act, any member of the Board may move to require enforcement of the rules, and the affirmative vote of the majority of the Board shall require the presiding officer to act.
- (e) No placards, banners, or signs will be permitted in the Board room or in any other room in which the Board is meeting. Exhibits, displays, and visual aids used in connection with presentations to the Board, however, are permitted.



- 4.4 **Enforcement.** The Chief Executive Officer, or designee, shall act as sergeant-at-arms for the Board and shall furnish whatever assistance is needed to enforce the rules of the Board.

## Section 5

### DUTIES AND PRIVILEGES OF MEMBERS

- 5.1 **Seating Arrangement.** Members shall occupy the seats in the Board room assigned to them by the Chair of the Board, but any two (2) or more members may exchange seats.
- 5.2 **Right of Floor.** A member who desires to speak must be recognized by the presiding officer. No member shall address the presiding officer or demand the floor while a vote is being taken.
- 5.3 **Conflict of Interest.** A member prevented from voting by a conflict of interest shall leave the Board meeting during the debate, shall not vote on the matter, and shall otherwise comply with the state law and the Contract and Agreement concerning conflicts of interest.
- 5.4 **Right of Appeal.** Any member may appeal to the Board from a ruling of the presiding officer. If the appeal is seconded, the member making the appeal may briefly explain the ruling; but there shall be no debate on the appeal, and no other member shall participate in the discussion. The presiding officer shall then put the question, "Shall the decision of the Chair be sustained?" If a majority of the members present vote "Aye," the ruling of the Chair is sustained; otherwise, it is overruled.
- 5.5 **Voting.**
- (a) Every member present when a question is called shall vote either "Aye" or "No" except on matters involving a conflict of interest or the consideration of the member's own official conduct.
  - (b) After the result of a vote is announced, a member may not change a vote unless, before the adjournment of that meeting, permission is given to change the vote by a majority vote of the members present.
- 5.6 **Demand for Roll Call.** Upon demand of any member for roll call vote, made before the result is announced, the roll shall be called for aye and no votes upon any question before the Board. It shall not be in order for members to explain their vote during the roll call.
- 5.7 **Personal Privileges.** The right of a member to address the Board on a question of personal privilege shall be limited to cases in which the member's integrity, character, or motives are assailed, questioned, or impugned.

- 5.8 **Dissents and Protests.** Any member shall have the right to express dissent from or protest against any resolution, or other action of the Board and have the reason for the dissent or protest entered in the minutes. Such dissent or protest may be filed in writing and presented to the Board Secretary for placement in the minutes not later than the next regular agenda meeting following the date of the Board's action on the matter.
- 5.9 **Excusal from Attendance.** Members are expected to attend meetings and stay in attendance during each meeting. Members should not miss a Board meeting except for good and valid reasons.
- 5.10 **Absence Because of Official Airport Board Business.** If a member is absent from a Board meeting because he or she is on official Board business, as an officially designated Board representative, the member may request that the Board Secretary record in the minutes for that meeting that the member was absent because of official Board business.
- 5.11 **Attendance Resolution.** By policy of both city councils, any member who is absent for more than three (3) regular meetings in succession, or four (4) regular meetings in any successive twelve-month period, will be required to forfeit their office unless excused by the appointing city council.
- 5.12 **Procedures for Election of Officers.** Prior to the regularly scheduled February Board meeting, the Mayor of Dallas, the Mayor of Fort Worth, and the Board Chair shall discuss a potential slate of candidates to serve as Chair, Vice-Chair, and Secretary of the Board.

At the February Board meeting, this nominating advisory committee shall nominate an individual for each of these three (3) positions. The advisory committee's nominations are treated just as if made by members from the floor. The Chair shall then take additional nominations from the floor. A nomination need not be seconded.

The Chair shall then call for a vote by a show of hands for the position of Chair first, followed by the Vice-Chair position, and then followed by the Secretary position of the Board.

Each officer must be elected by a majority vote of the entire board, which must be at least six (6) board members pursuant to the Contract and Agreement. If a majority vote (six (6) or more votes) is not obtained for a single candidate upon the first ballot, then the candidate with the lowest vote count shall be dropped from the slate of candidates, and another vote is called. This procedure shall continue until there is a majority vote reached for each position.

Each officer shall be elected for a one (1) year term. The election shall take effect immediately.

## Section 6

### CHAIR AND DUTIES

- 6.1 **Chair.** The Chair of the Board, if present, shall preside as chair at all meetings of the Board. In the absence of the Chair of the Board, the Vice-Chair shall preside. In the absence of both the Chair and the Vice-Chair, the Secretary of the Board shall preside. In the absence of all three (3), the Board shall elect a chair. If the Chair of the Board vacates the Chair during a meeting, and the Vice-Chair or Secretary of the Board is not available, the Chair may, subject to the approval of the Board, appoint a temporary chair. The first adjournment puts an end to this appointment.
- 6.2 **Call to Order.** The meetings of the Board shall be called to order by the Chair, or in the Chair's absence, by the Vice-Chair, or in the Vice-Chair's absence, by the Secretary of the Board.
- 6.3 **Preservation of Order.** The Chair shall preserve order and decorum, call upon the sergeant-at-arms as necessary to enforce compliance with the rules, and confine members in debate to the question under discussion.
- 6.4 **Motions and Amendments to be Stated.** The Chair shall state all motions and amendments submitted for a vote and announce the result. A roll call vote shall be taken when requested by a member in accordance with Subsection 5.6.
- 6.5 **Call for Recess.** The Chair may call for a recess at his or her discretion for a designated period of time.

**Section 7**  
**ORDER OF BUSINESS**

**7.1 Agenda.**

- (a) **Preparation and Distribution.** The order of business of each meeting shall be as contained in the agenda prepared as follows:
  - (1) The agenda shall be a listing by topic of subjects to be considered by the Board, and shall be delivered to members of the Board in advance of each meeting in accordance with the directives of the Board.
  - (2) The Chair shall determine the contents of the agenda relating to policy items. The Chair shall transmit these items to the Chief Executive Officer in time for distribution at the same time operational items are distributed.
  - (3) The Chief Executive Officer shall present the agenda to the Board.
- (b) **Board Meetings.** The Board will consider the minutes, the consent agenda, and individual items for consideration. The Board shall hear speakers who wish to comment on matters that are scheduled on the Board consent and individual item agenda for that day. The Board shall also hear speakers who wish to comment on matters not on the agenda for that day. Speakers shall appear in accordance with applicable rules established in Subsection 7.3 of these rules.

**7.2 Presentations by Members of Board.** The Chair shall include on an agenda any item to be brought before the Board that is requested by at least four (4) members or by a majority of a Board committee. The item must be placed on the first voting agenda scheduled at least thirty (30) calendar days after receipt of the request, unless the request is withdrawn by any of the original requesting Board members or by a majority of the Board committee, whichever applies.

**7.3 Citizen Speakers.** At Board meetings, a person may address the Board concerning agenda items or address the Board on matters not on the agenda in accordance with the following rules:

- (a) **Speakers to Register.** A person wishing to address the Board must first register with the Board Secretary and provide the following information: Name, address, daytime telephone number, the subject matter to be presented, and whether the subject is on the current Board meeting agenda. A person may register in person, by telephone, or by electronic media. The earliest a person may register for an upcoming Board meeting is the beginning of the next

regular business day following the preceding Board meeting. The deadline for registering to address the Board is 12:00 p.m. the day before the Board meeting.

- (b) **Contacting the Speaker.** On the day before the Board meeting, the Board Secretary will provide the Chief Executive Officer with the registration information of persons who have registered up to that time. The Chief Executive Officer may direct a member of the Board staff to contact the person to try to resolve a problem. Contact by a member of the Board staff should in no way suggest that the person should not appear and address the Airport Board.
- (c) **Speaker Rules.** In order that the Board may properly consider each matter brought to it, speakers are asked to observe the following rules:
  - (1) Only one (1) person may approach the microphone/podium at any one time, and only the person at the microphone/podium will be allowed to speak.
  - (2) There will be no substitutions or pooling of speakers.
  - (3) Speakers should address their comments to the presiding officer rather than individual members or staff. Speakers may not refer to a member by name.
  - (4) Speakers may file copies of their remarks or supporting information with the Board Secretary. The Board Secretary will make the information available to the Board and Chief Executive Officer if requested.
  - (5) Except as provided below, a person who addresses the Board during a public meeting must limit remarks to the specific subject matter being considered by the Board in that public meeting.
  - (6) A registered speaker wishing to address the Board concerning a matter on that Board meeting agenda shall be allowed to do so prior to or at the time the Board considers that item. The time allocated per speaker shall be designated by the Chair but shall not exceed three (3) minutes; provided, however, that the time allotted to a registered speaker who addresses the Board through a translator shall be doubled to ensure that non-English speakers receive the same opportunity to address the Board as English speakers. The Chair shall advise when the speaker's time has expired.
  - (7) A registered speaker wishing to address the Board on a subject matter not on that Board meeting agenda may speak during the period of time set aside at the end of the Board

meeting. A maximum of ten (10) citizens may address the Board on a subject matter not on that Board meeting agenda. During the meeting, the first ten (10) registrants will be called. If a registered speaker is not present, the next name will be called until a total of ten (10) speakers have been heard. The time allocated per speaker shall be designated by the Chair but shall not exceed three (3) minutes. The Chair shall advise when the speaker's time has expired.

## **Section 8**

### **CONSIDERATION OF BOARD ACTIONS AND RESOLUTIONS**

- 8.1 Printed Form/Electronic Media.** All Board actions and resolutions shall be presented to the Board in printed form or by electronic media.
- 8.2 General Counsel to Approve.** All Board actions and resolutions shall be approved as to form by the Board's General Counsel.
- 8.3 Distribution of Actions and Resolutions.** The Chief Executive Officer shall prepare copies of all proposed Board actions and resolutions to be available for distribution to all members of the Board at the meeting at which the action or resolution is introduced, or at such earlier time as is appropriate.
- 8.4 Rules of Order.** The most recent edition of Robert's Rules of Order Revised shall govern the proceedings of the Board in all cases, unless they are in conflict with these rules.
- 8.5 Reconsideration.** A motion to reconsider any action of the Board must be made no later than the next meeting of the Board. Such a motion may only be made by a member who voted with the prevailing side. It can be seconded by any member. No question shall be twice reconsidered except by unanimous vote of the Board. An action relating to any contract may be reconsidered at any time before the final execution thereof.
- 8.6 The Previous Question.** When the previous question is moved and seconded, there shall be no further amendment or debate, and on pending amendments shall be put in order before the main question. If the motion for the previous question is lost, the main question remains before the Board. An affirmative vote of two-thirds of the member's present shall be required to approve the previous question. (To demand the previous question is equivalent in effect to moving "that debate now cease, and the Board immediately proceed to vote on the pending motion." In practice, this is done with the phrase "Call for the Question," or by simply saying "Question.")
- 8.7 Changing Vote(s).** Members have the right to change their votes at any time before the final vote is announced. Afterward, changes can only be made with the Board's permission. This can be given by general consent (i.e. if, when the Chair inquires, no

member objects). If objection is made, a motion may be made to grant the permission, which motion is undebatable.

- 8.8 Withdrawal of Motions.** A motion may be withdrawn, or modified, by its mover without asking permission until the motion has been stated by the Chair. If the mover modifies the motion, the seconder may withdraw the second. After the question has been stated, the mover shall neither withdraw it nor modify it without the consent of the Board.
- 8.9 Amendments to Motions.** No proposal of a subject different from that under consideration shall be admitted as a motion or amendment to a motion. A motion to amend an amendment shall be in order, but one to amend an amendment of an amendment shall not be in order.

## **Section 9**

### **VOTES REQUIRED**

- 9.1 Voting Requirements.** A quorum shall consist of any seven (7) members of the Board including at least one (1) member appointed to Place No. 2, 3, 7 or 8, and a concurrence of six (6) members shall be necessary for any official action taken by the Board.
- 9.2 Airport Board Rules Requirements.**
- (a) **Suspending Rules.** An Airport Board rule may be suspended by an affirmative vote of two-thirds of the members present.
  - (b) **The Previous Question.** An affirmative vote of two-thirds of the members present is required to approve the previous question.



## **Section 10**

### **AIRPORT BOARD COMMITTEES**

#### **10.1 Committees Established.**

- (a) The following standing committees of the Board are established.
  - (1) Operations and Technology Committee
  - (2) Finance, Audit and Administration Committee
  - (3) Infrastructure and Development Committee
  - (4) Revenue Management and Customer Experience Committee
  - (5) Executive Compensation and Retirement Committee
- (b) Each standing committee shall review matters in its area of responsibility that are referred to it by the Board, the Chief Executive Officer, or an individual member. A standing committee may by majority vote recommend action to the Board, but committee recommendation is not necessary for a matter to be placed on the Board agenda. At the next regular Board meeting after a standing committee meets, the committee chair shall report on the committee's consideration of items that are on that Board meeting agenda.

#### **10.2 Appointment.**

- (a) A standing committee shall consist of not less than three members of the Board appointed by the Chair. The Chair shall also appoint a chair and vice-chair of each committee. The mayors of Dallas and Fort Worth shall be ex officio members of each standing committee. Only members may serve on a standing committee. Every effort will be made to ensure equitable representation of both Fort Worth and Dallas Board members on each standing committee.
- (b) The Chair may remove and reassign members to and from the various standing committees.

#### **10.3 Committee Meetings.**

- (a) Standing committees shall meet on the Tuesday immediately preceding the regular monthly Board meeting at a time prescribed by the Committee Chair and/or the Chief Executive Officer unless the Chair and/or the Chief Executive Officer cancels the meeting or establishes another meeting time. The Chair may also schedule additional meetings as necessary.

- (b) A majority of the members (excluding ex officio members) of the committee, constitutes a quorum; provided, however, that, even if he or she is not a member of a standing committee, attendance of the Board Chair (or, in their absence, the Board Vice Chair, or in their absence, the Secretary of the Board) at a standing committee meeting may be counted toward satisfying the quorum requirement for that committee and may vote as a member of that committee. Committee meetings must be conducted in accordance with the Texas Open Meetings Act.

- 10.4 **Ad Hoc Working Groups.** The Chair may appoint ad hoc working groups from time to time to study and review specific issues. The Chair shall determine the number of members and appoint a chair of the ad hoc working group.
- 10.5 **Agenda and Information.** Before each committee meeting the Chief Executive Officer shall provide an agenda and supporting information for each committee meeting to committee members and the public. Items may be scheduled on the agenda for committee briefing by the Chair of the committee, the Board, the Chair of the Board, or the Chief Executive Officer.

## Section 11

### RULES SUSPENSION OR AMENDMENT

- 11.1 **Suspension of Rules.** Any provision of these rules not governed by the 1968 Contract and Agreement, the Concurrent Bond Ordinance, or state law may be temporarily suspended by a two-thirds vote of the members of the Board present. The vote on any such suspension shall be taken by ayes and noes and entered upon the record.
- 11.2 **Amendment of Rules.** These rules may be amended, or new rules adopted, by a majority vote of the members of the Board present.

## Section 12

### BOARD MEMBER EXPENSES AND REQUESTS

- 12.1 **General.** Members of the Board shall consider the financial impacts of their expenditures and shall ensure that each expenditure is reasonable and necessary and provides a benefit to the Airport. When incurring Board travel and other Board business expenses, members shall exercise the same care that a prudent person exercises when traveling on personal business and spending his/her own money.
- 12.2 **Board Member Travel.**
- (a) Members of the Board may be required to travel to discharge their official duties. Any Board-funded travel shall be clearly related to achieving the Board's strategic goals and objectives.
  - (b) Travel by members of the Board shall be approved in advance by the Chair of the Board.
  - (c) Members of the Board shall comply with the business travel and expense policies applicable to the Chief Executive Officer, unless indicated otherwise in this Section. The Board Staff Secretary shall provide copies of the applicable policies to members of the Board.
  - (d) The Board Staff Secretary shall be responsible for coordinating Board-funded out-of-town travel for members of the Board and for assisting members with completing any necessary forms.
  - (e) Airfare and registration fees shall be paid directly by the Board. Reimbursements for any airfare purchases by members of the Board are limited by state statute to an amount equal to the lowest available fare at the time of purchase. Members of the Board who have no overdue travel expense reimbursements owed to the Board may request a travel advance for the eligible portion of their estimated travel costs.
  - (f) Members of the Board shall submit all required travel receipts to the Board Staff Secretary within 30 days of returning from travel. The Board Staff Secretary shall then prepare the business expense reimbursement forms for the member and submit them to the Chair of the Board for his/her review and approval. (The Chair's business expense reimbursement forms shall be reviewed and approved by the Chair of the Finance, Audit and Administration Committee). Once approved, the Board Staff Secretary shall initiate a payment to the member for any additional amount owed to the member, or notify the member as to any travel advance reimbursement owed to the Board. Any reimbursement owed to the Board shall be paid within 30 days of being notified by the Board Staff Secretary. The Board Staff Secretary shall notify

the Board Chair with respect to members who have not timely submitted all required travel receipts or reimbursements owed to the Board.

### **12.3 Board Member Expenses Unrelated to Travel.**

- (a) Members of the Board may request reimbursement for mileage and tolls when using their personal vehicles for Board business, including mileage to and from DFW Airport; such mileage shall be reimbursed at the Internal Revenue Service mileage rate in effect at the time of travel. Requests for reimbursement shall be documented on reimbursement forms provided by the Board Staff Secretary and shall include, for each trip, the starting and ending locations, the total Board business mileage, and the Board business purpose of the trip. No advances for personal vehicle use shall be allowed.
- (b) Requests for reimbursements for other reasonable and necessary Board-related business expenses shall be fully documented on reimbursement forms provided by the Board Staff Secretary. Members of the Board may request reimbursement for data plans for their Board-issued electronic device, not to exceed \$30 per month. Members of the Board shall provide receipts supporting the requested reimbursements; for any missing receipts, members shall document the reason the receipts are not available. No advances for non-travel Board business expenses shall be allowed.
- (c) The Chair of the Board shall review and approve (or disallow) all business expense reimbursement requests for members of the Board. The Chair's business expense reimbursement requests shall be reviewed and approved (or disallowed) by the Chair of the Finance, Audit and Administration Committee. Reimbursement requests for data plans not exceeding \$30 per month for Board-issued electronic device may be processed by the Board Staff Secretary without obtaining the Chair's approval.

**12.4 Electronic Communication Devices.** The Board shall not pay for nor provide members with electronic communication devices (e.g., cell phones and computers), other than an electronic device issued to members of the Board for paper reduction purposes. Reimbursement for cell phone charges during international travel is governed by the Board's business travel and expense policies. Charges for members' domestic use of their personal cell phones are never reimbursable. Electronic devices issued to members of the Board, and any related items purchased or reimbursed by the Board, shall be returned to the Board Staff Secretary when the member's service on the Board ends.

**12.5 Board Member Requests.** Any Board member request to Board staff for an item, service, or benefit that is not de minimis and is not addressed by this Section shall be made through and require the approval of the Chair of the Board.

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Finance, Audit, and IT  
Committee**

**Resolution No.:**

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**Subject:** FY26 3rd Quarter Contract Renewals More Than \$10 Million

**Department:** Procurement and Materials Management

**Amount:** \$0.00

**Revised Amount:** \$0.00

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**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve authorization to exercise options for multi-year contracts more than \$10,000,000, for the third quarter of Fiscal Year 2026; and that the Chief Executive Officer or designee is authorized to execute said contracts.

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**BACKGROUND:**

- Exercise contract options in the amounts set forth on the attached information sheet.
- To ensure continuity of contracted services in accordance with the terms and conditions of the contracts listed on the attached information sheet.
- Approval to exercise future contract options not listed herein will be brought forth separately as required.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not Applicable

**ADDITIONAL INFORMATION:**

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Fund	Project Number	External Funding Source
Various		

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**Attachments:** FY26 3rd Quarter Contract Renewal List Over \$10M

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**Approvals**

Tracy Barker, Vice President - Procurement and Materials Management

Approved - 1/21/2026

Tamela Burks Lee, Vice President - Business Development

Approved - 1/21/2026

Abel Palacios, Vice President - Finance

Approved - 1/22/2026

Elaine Rodriguez, General Counsel - Legal

Approved - 1/22/2026

Christopher McLaughlin, Chief Executive Officer

New -

### FY26 3rd Quarter Contract Renewal List More Than \$10 Million

CONTRACTOR NUMBER	CONTRACTOR NAME	CONTRACT TITLE	NTP DATE	USER DEPART/STAKEHOLDER	ORIGINAL AWARD AMOUNT	PROJECTED TOTAL CONTRACT AMOUNT WITH ALL RENEWALS & CHANGE ORDERS	ANNUAL RENEWALS REMAINING	REQUESTED ANNUAL RENEWAL AMOUNT
707146000	DIVERSE FACILITY SOLUTIONS GLOBAL INC	CUSTODIAL SERVICES TERMINAL E	06/01/2022	Customer Experience	\$37,763,917.70	\$ 47,707,049.45	2 of 2	\$ 9,943,131.75
PA1134	PROSPECT AIRPORT SERVICES INC	CUSTOMS SUPPORT, WHEELCHAIR, AND DOCK SERVICES	05/01/2024	Customer Experience	\$17,467,189.68	\$ 45,897,871.48	3 of 4	\$ 9,265,712.92
707159000	ABM AVIATION INC	REMOTE PARKING BUSING OPERATION SERVICES	04/18/2022	Transportation Business Unit	\$18,873,968.05	\$ 32,988,962.52	2 of 3	\$ 1,832,720.14
706069000	GTE SOUTHWEST INC DBA VERIZON SOUTHWEST	SPECIAL CIRCUIT TARIFF AGREEMENT	06/28/2014	Technology Services Department	\$1,668,000.00	\$ 12,073,000.00	2 of 11	\$ 720,000.00
804991000	FRAMNA AMSTERDAM BV	DFW MOBILE APPLICATION	06/17/2015	Technology Services Department	\$10,582,489.23	\$ 13,882,489.23	0 of 10	\$ 3,300,000.00
PA1340	PRESIDIO NETWORKED SOLUTIONS	IT INFRASTRUCTURE MONITORING AND ALERTING SYSTEM	06/22/2023	Technology Services Department	\$8,375,008.29	\$ 13,958,347.15	1 of 2	\$ 2,791,669.43
PA1291	OUTSIGHT INC	LIDAR SENSOR SYSTEM	2/18/2025	Technology Services Department	\$3,442,062.31	\$ 17,210,311.55	4 of 4	\$ 3,442,062.31

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Finance, Audit, and IT  
Committee**

**Resolution No.:**

**Subject:** All Risk Property Insurance

**Department:** Risk Management

**Amount:** \$12,600,000

**Revised Amount:** \$0.00

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**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve to procure and bind coverage for All Risk Property Insurance coverage with American Home Assurance (AIG) for a one-year policy term effective March 1, 2026, in the amount of \$12,600,000; and that the Chief Executive Officer or designee is authorized to execute said policy.

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**BACKGROUND:**

- This coverage provides financial protection to the Board against high-value property claims stemming from unintended perils.
- DFW Airport is contractually required to carry insurance based on the Master Bond Ordinance.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not subject to a contract-specific goal. (Insurance Premiums)

**ADDITIONAL INFORMATION:**

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Fund	Project Number	External Funding Source
Operating Fund		

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**Attachments:** None

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**Approvals**

Catrina Gilbert, Vice President - Risk Management	Approved - 1/21/2026
Tracy Barker, Vice President - Procurement and Materials Management	Approved - 1/21/2026
Tamela Burks Lee, Vice President - Business Development	Approved - 1/21/2026
Abel Palacios, Vice President - Finance	Approved - 1/22/2026
Elaine Rodriguez, General Counsel - Legal	Approved - 1/22/2026
Christopher McLaughlin, Chief Executive Officer	New -



**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Finance, Audit, and IT  
Committee**

**Resolution No.:**

**Subject:** Flight Information Display System Hardware

**Department:** Technology Services

**Amount:** \$2,533,662

**Revised Amount:** \$0.00

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**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve contract no. PA2066 for Flight Information Display System Hardware replacement, with Ford Audio-Video Systems LLC of Oklahoma City, Oklahoma in an amount not to exceed \$2,533,662 for the one-year term of the contract with a start date of March 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.

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**BACKGROUND:**

- Award a new contract to purchase and install computers and displays in the terminals.
- Displays are used to provide flight and other information to passengers.
- Current 40" displays are end of life and the computers that control the displays have an operating system that will be unsupported.
- Enables the deployment of new 75" monitors that are more energy efficient and will provide more screen real estate to present information.

**BUSINESS DEVELOPMENT INFORMATION:**

- In accordance with the Board's SBE program, the SBE goal for this contract is 5%
- Ford Audio-Video System, LLC utilizing Vonderick Electric, LLC

**ADDITIONAL INFORMATION:**

- This contract will be made through Omnia Partners contract no. R250405, which is available to local government agencies and has a contract term of October 1, 2025–September 30, 2030.
- The board authorized the use of the Omnia Partners cooperative by Resolution No. 2003-01-22, dated January 9, 2003.

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Fund	Project Number	External Funding Source
Various		

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**Attachments:** None

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**Approvals**

Michael Youngs, Vice President - Technology Services

Approved - 1/21/2026

Tracy Barker, Vice President - Procurement and Materials Management

Approved - 1/21/2026

Tamela Burks Lee, Vice President - Business Development

Approved - 1/21/2026

Abel Palacios, Vice President - Finance

Approved - 1/22/2026

Elaine Rodriguez, General Counsel - Legal

Approved - 1/22/2026

Christopher McLaughlin, Chief Executive Officer

New -

Flight Information Display System Hardware

Official Board Action - Action

Resolution No.:

**Concessions and Commercial Development Committee Meeting**  
**Tuesday, February 3, 2026**  
**12:40 PM**

**AGENDA**

1. Approve Minutes of the Regular Concessions & Commercial Development Committee Meeting of January 6, 2026

**CONCESSIONS AND COMMERCIAL DEVELOPMENT COMMITTEE**

**Consent Items for Consideration**

- |                 |      |  |
|-----------------|------|--|
| Zenola Campbell | C-1. | Approve to increase contract no. 8005397 for Pricing Evaluation Services with Customer Service Experts, Inc. dba CXE, Inc. of Annapolis, Maryland, in an amount not to exceed \$63,710 for a revised contract amount of \$516,810 with a revised contract completion date of June 15, 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.                                 |
| Zenola Campbell | C-2. | Approve to increase contract no. 8005398 for Mystery Shopper Services with Customer Service Experts, Inc., dba CXE, Inc., of Annapolis, Maryland, in an amount not to exceed \$270,500.00 for a revised contract amount of \$1,685,855.29. The current contract completion date of May 16, 2026, is not affected by this action; and the Chief Executive Officer or designee is authorized to execute said contract. |

**Action Items for Consideration**

- |                 |      |   |
|-----------------|------|---|
| Zenola Campbell | C-3. | Approve Concessions Change of Ownership for Concessions Lease Number 011737 Trip Hospitality Dallas, LLC DBA CapitalOne Lounge.   |
| Zenola Campbell | C-4. | Approve contract no. PA1887, for Central Receiving Distribution Center with Bradford Airport Logistics, LTD of Houston, Texas, in an amount not to exceed \$176,037,226 for the ten-year term of the contract, with a start date of February 5, 2026, and approve a five percent contingency amount of \$8,801,861.30; and that the Chief Executive Officer or designee is authorized to execute said contract. Total action is \$184,839,087.30. |

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Concessions and  
Commercial Development  
Committee**

**Resolution No.:**

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**Subject:** Pricing Evaluation Services

**Department:** Concessions

**Amount:** \$63,710

**Revised Amount:** \$516,810

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**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve to increase contract no. 8005397 for Pricing Evaluation Services with Customer Service Experts, Inc. dba CXE, Inc. of Annapolis, Maryland, in an amount not to exceed \$63,710 for a revised contract amount of \$516,810 with a revised contract completion date of June 15, 2026; and that the Chief Executive Officer or designee is authorized to execute said contract.

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**BACKGROUND:**

- The contract provides pricing audits for lease compliance by comparing concession pricing for similar concepts to ensure adherence to the Airport's street pricing policy.
- This increase maintains services through the end of the contract as a new solicitation is prepared.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not Applicable

**ADDITIONAL INFORMATION:**

- On March 4, 2021, by Resolution No. 2021-03-060, the Airport awarded contract no. 8005397 for Pricing Evaluation Services to Customer Service Experts, Inc. dba CXE, Inc. of Annapolis, Maryland.

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<b>Fund</b>	<b>Project Number</b>	<b>External Funding Source</b>
Concessions Marketing Fund		

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**Attachments:** None

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**Approvals**

Zenola Campbell, Vice President - Concessions  
Tracy Barker, Vice President - Procurement and Materials Management  
Tamela Burks Lee, Vice President - Business Development  
Abel Palacios, Vice President - Finance  
Elaine Rodriguez, General Counsel - Legal  
Christopher McLaughlin, Chief Executive Officer

Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/22/2026  
Approved - 1/22/2026  
New -

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Concessions and  
Commercial Development  
Committee**

**Resolution No.:**

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**Subject:** Mystery Shopper Services

**Department:** Concessions

**Amount:** \$270,500

**Revised Amount:** \$1,685,855.29

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**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve to increase contract no. 8005398 for Mystery Shopper Services with Customer Service Experts, Inc., dba CXE, Inc., of Annapolis, Maryland, in an amount not to exceed \$270,500.00 for a revised contract amount of \$1,685,855.29. The current contract completion date of May 16, 2026, is not affected by this action; and the Chief Executive Officer or designee is authorized to execute said contract.

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**BACKGROUND:**

- This action is needed to increase the number of locations served from the original solicited contract.
- The contract provides mystery shop services as a tool to observe and measure customer service, product quality, and the overall passenger experience across approximately 200 airport concessionaires.

**BUSINESS DEVELOPMENT INFORMATION:**

- Not Applicable

**ADDITIONAL INFORMATION:**

- On March 4, 2021, by Resolution No. 2021-03-059, the Airport awarded contract no. 8005398 for Mystery Shopper Services to Customer Service Experts, Inc. dba CXE, Inc., of Annapolis, Maryland.

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<b>Fund</b>	<b>Project Number</b>	<b>External Funding Source</b>
Concessions Marketing Fund		

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**Attachments:** None

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**Approvals**

Zenola Campbell, Vice President - Concessions  
Tracy Barker, Vice President - Procurement and Materials Management  
Tamela Burks Lee, Vice President - Business Development  
Abel Palacios, Vice President - Finance  
Elaine Rodriguez, General Counsel - Legal  
Christopher McLaughlin, Chief Executive Officer

Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/22/2026  
Approved - 1/22/2026  
New -

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Concessions and  
Commercial Development  
Committee**

**Resolution No.:**

**Subject:** Concessions Change of Ownership of Lease - Trip Hospitality Dallas, LLC DBA CapitalOne Lounge

**Department:** Concessions

**Amount:**

**Revised Amount:**

**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve Concessions Change of Ownership for Concessions Lease Number 011737 Trip Hospitality Dallas, LLC DBA CapitalOne Lounge.

**BACKGROUND:**

- Pursuant to Board Authorization, CapitalOne Lounge, located at Terminal D, Gate D21, shall change ownership from Trip Hospitality Dallas, LLC, to Capital One Airport Experiences LLC.
- All other terms and conditions of the Lease shall remain the same.
- Capital One Financial Corporation is the sole member of Capital One Airport Experiences LLC.
- This consent meets the Board's Concession Policy of Assignments, Subleases, or Other Changes of Ownership (Section 3).

**BUSINESS DEVELOPMENT INFORMATION:**

- No goal was determined for this lease agreement. (Private Lounge)

**ADDITIONAL INFORMATION:**

- Board Resolution No: 2019-03-056 approved the original lease between the Dallas Fort Worth Airport Board and Premium Port Dallas Fort Worth, LLC, for the operation of two (2) lounges within the terminals as a result of a Request for Proposal in Terminal D, Gate D21 and Terminal E, Gate E31.
- Board Resolution No: 2020-08-168 authorized the tradename change for Lease Agreement 010783 from Plaza Premium Lounge and Plaza Premium First to CapitalOne Lounge in Terminal D, Gate 21 only.
- Board Resolution No: 2024-09-246 approved entering into a new lease between the Dallas Fort Worth Airport Board and Trip Hospitality Dallas, LLC DBA CapitalOne Lounge to exclusively serve Capital One card members only.

Fund	Project Number	External Funding Source
<b>Attachments:</b> None		

**Approvals**

Zenola Campbell, Vice President - Concessions  
Tamela Burks Lee, Vice President - Business Development  
Abel Palacios, Vice President - Finance  
Elaine Rodriguez, General Counsel - Legal  
Christopher McLaughlin, Chief Executive Officer

Approved - 1/21/2026  
Approved - 1/21/2026  
Approved - 1/22/2026  
Approved - 1/22/2026  
New -

**Dallas Fort Worth International Airport Board  
Official Board Action / Resolution**

**Date:** February 5, 2026

**Concessions and  
Commercial Development  
Committee**

**Resolution No.:**

**Subject:** Central Receiving Distribution Center

**Department:** Concessions

**Amount:** \$184,839,087.30

**Revised Amount:** \$0.00

**BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

Approve contract no. PA1887, for Central Receiving Distribution Center with Bradford Airport Logistics, LTD of Houston, Texas, in an amount not to exceed \$176,037,226 for the ten-year term of the contract, with a start date of February 5, 2026, and approve a five percent contingency amount of \$8,801,861.30; and that the Chief Executive Officer or designee is authorized to execute said contract. Total action is \$184,839,087.30.

**BACKGROUND:**

- A Centralized Receiving and Distribution Center improves security, reduces congestion, enhances operational efficiency, supports sustainability, and ensures resilience—all critical functions. This is a strategic initiative to streamline deliveries to and from the central terminal area.
- This process will include the current 259 vendors that supply goods to terminal locations now delivering only to the CRDC with 100% product screening for their products and securely delivered to the terminals.
- This will have majority of the products being delivered between 11:00PM to 5AM allowing stores to be show ready and customer focused. This also reduces traffic on the Air Operations Area during peak times.
- This is an enabling project for storage realignment to remove product movement from Skylink.

**BUSINESS DEVELOPMENT INFORMATION:**

- The Small Business Enterprise (SBE) contract-specific goal for this contract is fifteen percent (15%).
- Bradford Airport Logistics, Ltd. has committed to seventeen point one percent (17.1%) SBE+ participation utilizing Imprimis Group, Inc. (15.3%) and TM Source Building Group, Inc. (1.8%).

**ADDITIONAL INFORMATION:**

- Bradford Airport Logistics, Ltd., of Houston, Texas submitted the responsible and responsive proposal on or before the due date of September 15, 2025.

<b>Fund</b>	<b>Project Number</b>	<b>External Funding Source</b>
Various		

**Attachments:** None

**Approvals**

Zenola Campbell, Vice President - Concessions	Approved - 1/21/2026
Tracy Barker, Vice President - Procurement and Materials Management	Approved - 1/21/2026
Tamela Burks Lee, Vice President - Business Development	Approved - 1/22/2026
Abel Palacios, Vice President - Finance	Approved - 1/23/2026
Elaine Rodriguez, General Counsel - Legal	Approved - 1/23/2026
Christopher McLaughlin, Chief Executive Officer	New -

Central Receiving Distribution Center

Official Board Action - Action

Resolution No.: