

DALLAS FORT WORTH INTERNATIONAL AIRPORT

Board Meeting

March 3, 2022

8:30 a.m.

Meeting Place

2400 Aviation Drive

Board Room – DFW Headquarters Building

DFW Airport, TX 75261

Please be aware that due to COVID-19 restrictions, seating will be limited in the Airport Board Room. An overflow room will be set up. A face mask must be worn at all times. Please also observe social distancing while in the building.

No virtual option will be available for this meeting.

This meeting location is accessible. Requests for accommodations or interpretive services must be made 48 hours prior to this meeting by contacting Donna Schnell at 972-973-5752, 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 972-973-5752 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.

- - - -

AGENDA

- A. Invocation – Chaplain DD Hayes
- B. Pledge of Allegiance
- C. Election of Officers
- D. Announcements
- E. Financial Report – Chris Poinsette
- F. Approve Minutes of the Regular Board Meeting of January 6, 2022.

RETIREMENT/INVESTMENT COMMITTEE

1. Approve Minutes of the Retirement/Investment Committee Meeting of November 30, 2021.

Discussion Item

2. Quarterly Investment Report – Tony Kay, AndCo Consulting.
3. Actuarial Report – Lewis Ward, GRS Consulting.

Action Items for Consideration

- | | |
|---------------|---|
| James Mauldin | <ol style="list-style-type: none"> 4. Approve an Asset Management Agreement with Machine Investment Group for their Machine Fund I, in a commitment amount of \$7.5 million. 5. Approve Asset Management Agreement with Deerpath Capital for their Deerpath Fund VI, in a commitment amount of \$10 million. 6. Approve Asset Management Agreement with Veritas Capital Fund Management for their Veritas Capital Fund VIII, in a commitment amount of \$10 million. 7. Approve Asset Management Agreement with Brookfield Asset Management for their Brookfield Super Core Infrastructure Partners for an additional \$5 million. 8. Approve Asset Management Agreement with Nordic Capital for their Nordic Fund XI, in a commitment amount of EUR 10 million (~\$11 million). |
| Abel Palacios | <ol style="list-style-type: none"> 9. Approve actuarial assumptions for the General Employees Retirement and Department of Public Safety Retirement Plans. 10. Approve the attached actuarial assumptions for the Other Post-Employment Benefits (OPEB) Plan. |

OPERATIONS COMMITTEE

11. Approve Minutes of the Operations Committee Meeting of February 1, 2022.

Items 12 through 20 were approved at the February 1 Committee Meeting and will need Full Board approval at the March 3 Board Meeting, but do not need to be presented during the March Committee Meeting.

- | | | |
|----------------------|-----|---|
| Bobby Rodriguez | 12. | Approve execution of Contract No. 7007163, for Condenser Water Treatment, with ChemTreat, Inc., of Glen Allen, Virginia, in an amount not to exceed \$91,712.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods. |
| Tammy Huddleston | 13. | Approve execution of Contract No. 9500747, for North Sludge Pond Reconstruction, with Gilbert May, Inc. dba Phillips/May Corporation, of Dallas, Texas, in an amount not to exceed \$774,333.00, for the 150 calendar day term of the Contract. |
| | 14. | Approve execution of Contract No. 9500751, for Terminal A, B, C, D and E Uninterrupted Power Supply Replacements, with Real Network Services, Inc., of Dallas, Texas, in an amount not to exceed \$1,643,004.00, for the 220-calendar day term of the Contract. |
| | 15. | Approve execution of Contract No. 9500764, for Soil Slopes Remediation - Air Operations Area Sites, with Ragle, Inc., of North Richland Hills, Texas, in an amount not to exceed \$1,928,687.00, for the 210-calendar day term of the Contract. |
| | 16. | Approve execution of Contract No. 9500773, for Soil Slopes Remediation - Landside Sites, with Ragle, Inc., of North Richland Hills, Texas, in an amount not to exceed \$4,438,591.15, for the 210-calendar day term of the Contract. |
| | 17. | Approve execution of Contract No. 9500749, for Terminal D Sanitary Sewer Lift Stations, with Real Network Services, Inc., of Dallas, Texas, in an amount not to exceed \$2,355,817.00, for the 250-calendar day term of the Contract. |
| | 18. | Approve execution of Contract No. 8500398, for Program Management/Construction Management Services Civil Airside, with Airfield Management Partners, of Dallas, Texas, in an amount not to exceed \$30,000,000.00, for the five-year term of the Contract. |
| Smitha Radhakrishnan | 19. | Approve execution of Contract No. 8500399, for Airport Planning Services, with Airport Transformation Collaborative, of Dallas, Texas, in an amount not to exceed \$25,000,000.00, for the five-year term of the Contract. |
| Bobby Rodriguez | 20. | Approve execution of Purchase No. 278471, for CNG Passenger Buses, to Creative Bus Sales, Inc., of Irving, Texas, in the amount of \$2,130,824.00. |

March Consent Item for Consideration

- | | | |
|------------|-----|---|
| Jon Taylor | 21. | Approve execution of Contract No. 7007169, for Automated Access Control Badges, with IRIS Ltd., Inc. of Fleetwood, Pennsylvania, in an amount not to exceed \$71,200.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods. |
|------------|-----|---|

March Action Items for Consideration

- Tammy Huddleston
- 22. Approve authorization to procure design/build services necessary for the 19th Street Cargo Development using a method authorized under Chapter 2269, Section B of the Texas Government Code, to determine a solicitation method, other than competitive bidding, that provides the best value for the Airport.
 - 23. Approve execution of Contract No. 9500765, for Overhead Vertical Height Clearance Sign Enhancements, with Synergy Signs & Services, LLC, of Fort Worth, Texas, in an amount not to exceed \$546,100.00, for the 300-calendar day term of the Contract.
 - 24. Approve execution of Contract No. 9500770 for Air Operations Area Gate Replacement Phase 2, with EAS Contracting, LP, of Princeton, Texas, in an amount not to exceed \$2,373,869.00, for the 440-calendar day term of the Contract.

25. Approve ratification of the increase to Contract No. 9500698, for Runway 18R-36L Rehabilitation, with Austin Bridge & Road, LP, of Irving, Texas, in an amount not to exceed \$3,503,000.00, for a revised not to exceed Contract amount of \$125,473,673.37.

Approved at February Committee and revised to a ratification.

- 26. Approve execution of Contract No. 9500775, for Rehabilitate Runway 17L-35R Storm Drainpipes, with Ragle, Inc., of North Richland Hills, Texas, in an amount not to exceed \$15,441,978.10, for the 330-calendar day term of the Contract.

Bobby Rodriguez

27. Approve ratification of the execution of a deductive Change Order to Contract No. 7006752, for Skylink Automatic Train Control Replacement, with Alstom Group of Pittsburgh, Pennsylvania, in a deductive amount not less than (\$600,000.00), for a revised not to exceed amount of \$33,398,000.00.

Approved at February Committee and revised to a ratification.

- 28. Approve execution of Contract No. 7007177, for Joint Sealant Material with The Willamette Valley Company LLC of Eugene, Oregon, in an amount not to exceed \$481,450.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.
- 29. Approve execution of Contract No. 7007178, for the supply of Herbicides, with Harrel's LLC, of Lakeland, Florida, in an amount not to exceed \$736,607.38, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

- 30. Approve ratification of the execution of Purchase No. 278470, for Fleet Vehicles, to Caldwell Country Chevrolet, of Caldwell, Texas, in the amount of \$3,133,581.03.

Approved at February Committee and revised to a ratification.

- 31. Approve execution of Contract No. 8500397, Indefinite Delivery of Retro-Commissioning and Infrastructure Condition Assessments, with MPO / Matador JV, of Grapevine, Texas, in an amount not to exceed \$5,000,000.00, for the five-year term of Contract.

Discussion Items

- Tammy Huddleston 32. There are no Construction and Professional Services Contract increase(s) approved by authorized staff for this reporting period.
- 33. There are no decrease(s)/increase(s) in Scope of Work approved by authorized staff for this reporting period.

FINANCE/AUDIT COMMITTEE

- 34. Approve the minutes of the Finance/Audit Committee Meeting of February 1, 2022.
- Abel Palacios 35. Financial Report.
- Aaron Muñoz 36. Fiscal Year 2021 External Audit Results – Deloitte.

Items 37 and 38 were approved at the February 1 Committee Meeting and will need Full Board approval at the March 3 Board Meeting, but do not need to be presented during the March Committee Meeting.

- Bruce Collins 37. Approve authorization to exercise options for multi-year Contracts for the third quarter of Fiscal Year 2022
- Donnell Harvey 38. Approve execution of a Reimbursement Agreement with American Airlines, Inc. (AA) for the modernization of moving power walks and escalators that serve the Terminal E Satellite and associated work in an amount not to exceed \$14,320,642.60.

March Consent Item for Consideration

- Elaine Rodriguez 39. Approve an increase to Legal Services Contract No 8005115 with the firm Milby LLC, Dallas, Texas in an amount not to exceed \$100,000.00 for a revised contract not to exceed \$695,000.

March Action Items for Consideration

Bruce Collins 40. Approve ratification of increases and extensions to Contract No. 8005350, Power Talk Training, with CM2 Group LLC dba The Bergerac Group, of Richardson, Texas, in an amount not to exceed \$53,730.00; Contract No. 7007023, Uniform Rental Services, with Unifirst Holdings, Inc., of Mesquite, Texas, in an amount not to exceed \$12,902.90; and Contract No. 7006743, Tire Repair and Parts Service for Large Vehicles and Heavy Equipment, with Blagg Tire Wholesale, of Grapevine, Texas, in an amount not to exceed \$5,100.00. Total amount of this action is \$71,732.90.

Approved at February Committee and revised to a ratification.

41. Approve authorization to execute interlocal agreements with the City of Dallas and the City of Fort Worth for an indefinite term in support of the best practices of the Procurement and Materials Management Department including collaborative, efficient centralized purchasing and contracting.

Catrina Gilbert 42. Approve ratification of the binding and procurement of an Insurance Policy for Excess Workers' Compensation Insurance with Midwest Employers Casualty Insurance Company in the amount of \$326,764.00 for the policy year effective March 1, 2022.

Approved at February Committee and revised to a ratification.

43. Approve ratification of the binding and procurement of an insurance policy for All-Risk Property Insurance, with American Home Assurance Company of New York, NY (AIG) as the primary insurance carrier in the total amount of \$9,961,099.00 for the policy period effective March 1, 2022.

Approved at February Committee and revised to a ratification.

Donnell Harvey 44. Approve ratification of the execution of the Dallas-Fort Worth Fuel Company, LLC's Request for Approval of Operator agreement approving their selection of Aircraft Service International, Inc. d/b/a Menzies Aviation as the Operator of the Fuel System.

45. Approve ratification of the execution a Reimbursement Agreement with American Airlines, Inc. (AA) for the design phase of the relocation of AA support space for the Terminal C renovations project in an amount not to exceed \$1,461,553.05.

Approved at February Committee and revised to a ratification.

- 46. Approve ratification of the execution of a Reimbursement Agreement with American Airlines, Inc. (AA) for the design phase of the baggage handling system installation and integration project for the Terminal A and C Expansion project in an amount not to exceed \$7,026,334.92.

Approved at February Committee and revised to a ratification.

- | | |
|----------------|---|
| James Mauldin | <ul style="list-style-type: none"> 47. Approve the form of the Preliminary Official Statement, prepared in connection with the sale of the Dallas Fort Worth International Airport Joint Revenue Bonds issued under the 60th Supplemental Bond Ordinance and authorize the Authorized Officers to take any necessary actions in connection with the sale of the Bonds. 48. Approve the form of the Sixty-Third Supplemental Bond Ordinance and requesting its passage by the City Councils of Dallas and Fort Worth; and authorizing the Authorized Officers to take other necessary actions in connection therewith. 49. Approve the form of the Sixty-Fourth Supplemental Concurrent Bond Ordinance and requesting its passage by the City Councils of Dallas and Fort Worth; and authorizing the Authorized Officers to take other necessary actions in connection therewith. |
| Michael Youngs | <ul style="list-style-type: none"> 50. Approve execution of Contract No. 8005466, for Oracle Cloud Services, with Oracle America, Inc, of Redwood Shores, California, in an amount not to exceed \$6,395,000.00 for the initial two-year term of the Contract, with options to renew annually. |

Discussion Item

- | | |
|---------------|--|
| Tamela Lee | <ul style="list-style-type: none"> 51. Monthly D/S/M/WBE Expenditure Report. |
| Bruce Collins | <ul style="list-style-type: none"> 52. Purchase Orders/Contracts and Professional Service Contracts approved by authorized staff. |

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

- 53. Approve the minutes of the Concessions/Commercial Development Committee Meeting of January 4, 2022.

Items 54 through 56 were approved at the February 1 Committee Meeting and will need Full Board approval at the March 3 Board Meeting, but do not need to be presented during the March Committee Meeting.

- | | |
|-----------------|--|
| Zenola Campbell | <ul style="list-style-type: none"> 54. Approve execution of a Permit by and between Dish Wireless LLC and the Dallas Fort Worth International Airport Board. 55. Approve ratification of the execution of Contract No. 8005463 with Collinson Assistant Services, Inc. and the Dallas Fort Worth International Airport Board for COVID-19 testing. |
|-----------------|--|

Sharon McCloskey 56. Approve execution of Contract No. 7007146, for Custodial Services for Terminal E, with Diverse Facility Solutions (DFS) Global of Irving, Texas, in an amount not to exceed \$28,067,128.92, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.

March Action Items for Consideration

Zenola Campbell 57. Approve resetting of the Minimum Annual Guarantee (MAG) for all current Concession leases in Terminal D.

Dean Ahmad 58. Approve ratification of the execution of Contract No. 7007159, for Shuttle Bus Staffing Operations with ABM Aviation, Inc., of Atlanta, Georgia, in an amount not to exceed \$10,996,320.84, for the initial three-year term of the Contract, with options to renew for three additional two-year periods.

Approved at February Committee and revised to a ratification.

Milton De la Paz 59. Approve the proposed 19th Street Cargo Redevelopment Project as an authorized Public Facility Improvement Corporation project and (ii) request that the owner cities approve the 19th Street Redevelopment Project as an authorized PFIC project, as required under the Articles of Incorporation and Rules and Regulations of Dallas Fort Worth International Airport Public Facility Improvement Corporation.

John Brookby 60. Approve execution of a reimbursable agreement with the Federal Aviation Administration (FAA) to reimburse it for costs not to exceed \$152,007.91; and that a similar agreement be authorized concurrently with Weber Gruene DFW 1 LLC (Tenant) to reimburse Airport Board.

61. Approve execution of a reimbursable agreement with the Federal Aviation Administration (FAA) to reimburse it for costs not to exceed \$103,680; and that a similar agreement be authorized concurrently for Weber Gruene DFW 1 LLC (Tenant) to reimburse the Airport Board.

62. Approve execution of a reimbursable agreement with the Federal Aviation Administration (FAA) to reimburse it for costs not to exceed \$282,051.23; and that a similar agreement be authorized concurrently for Weber Gruene DFW 1 LLC (Tenant) to reimburse Airport Board.

63. Approve amendments to Resolutions to provide for termination rights to Weber Gruene DFW 1, 2, 3 LLC (Tenant) due to potential FAA impacts after mitigation.

FULL BOARD

CLOSED SESSION

64. In accordance with provisions of Section 551.071 of the Texas Government Code, a closed session will be held for the purposes of seeking the Board's attorney's advice with respect to pending or contemplated litigation, a settlement offer, or other matters that are exempt from public disclosure under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas (Article X, Section 9 of the State Bar Rules), to wit:

a) City of Dallas v. Oxley Leasing North Loop, LLC

OPEN SESSION

65. Registered Speakers (items unrelated to agenda items)
66. Next Committee meetings – April 5, 2022
Next Regular Board meeting – April 7, 2022

AGENDA
RETIREMENT/INVESTMENT COMMITTEE MEETING
Tuesday, March 1, 2022
12:30 p.m.

RETIREMENT/INVESTMENT COMMITTEE

1. Approve Minutes of the Retirement/Investment Committee Meeting of November 30, 2021.

Discussion Item

2. Quarterly Investment Report – Tony McKay, AndCo Consulting.
3. Actuarial Report – Lewis Ward, GRS Consulting.

Action Items for Consideration

- | | |
|---------------|---|
| James Mauldin | 4. Approve an Asset Management Agreement with Machine Investment Group for their Machine Fund I, in a commitment amount of \$7.5 million. |
| | 5. Approve Asset Management Agreement with Deerpath Capital for their Deerpath Fund VI, in a commitment amount of \$10 million. |
| | 6. Approve Asset Management Agreement with Veritas Capital Fund Management for their Veritas Capital Fund VIII, in a commitment amount of \$10 million. |
| | 7. Approve Asset Management Agreement with Brookfield Asset Management for their Brookfield Super Core Infrastructure Partners for an additional \$5 million. |
| | 8. Approve Asset Management Agreement with Nordic Capital for their Nordic Fund XI, in a commitment amount of EUR 10 million (~\$11 million). |
| Abel Palacios | 9. Approve actuarial assumptions for the General Employees Retirement and Department of Public Safety Retirement Plans. |
| | 10. Approve the attached actuarial assumptions for the Other Post-Employment Benefits (OPEB) Plan. |



Investment Performance Review
Period Ending December 31, 2021

Dallas / Ft. Worth International Airport



Dallas / Fort Worth International Airport

	Total	Pension	OPEB
Balance 1/1/2021	\$863.4	\$ 829.1	\$ 34.3
Contributions	40.2	39.7	0.6
Distributions	(58.7)	(57.3)	(1.4)
Fees and Expenses	(8.3)	(8.3)	(0.0)
Income	17.8	16.7	1.1
Asset Appreciation	<u>111.9</u>	<u>107.9</u>	<u>4.0</u>
Balance 12/31/2021	<u>\$966.4</u>	<u>\$ 927.8</u>	<u>\$ 38.7</u>

Executive Summary - Portfolio Performance vs Goals

- **Goal #1 - Gross returns should exceed the benchmark portfolio for the five-year period**
 - Achieved – 10.7% return versus fund policy benchmark of 10.1%
- **Goal #2 – Return, net of fees, should exceed the actuarially required return of 7.25% for the five-year period**
 - Achieved – Net return of 9.9%
- **Goal #3 - Be in the top 50% compared to the peer median universe for the five-year period**
 - Not Achieved – Peer universe rank was 62nd percentile

Dallas / Fort Worth International Airport

	Year-To-					
	Quarter	Date	1 Year	3 Years	5 Years	Inception*
Total Fund Net	3.0%	14.6%	14.6%	12.7%	9.9%	9.4%
Benchmark	2.8%	12.6%	12.6%	13.4%	10.1%	9.2%

* AndCo Consulting Inception 7/2010

- **The Total Plan net returns outperformed the benchmark since inception.**
- **For the quarter, overall returns were positive but mixed, with positive returns in Equities, Real Estate, and Real Assets offsetting a slight decline in Fixed Income.**
- **The portfolio's 2021 return was driven by strong performance in Public and Private Equity, Non-Core Fixed Income, and Real Estate.**
- **The private equity allocation continues to drive long-term relative outperformance with a return of 18.0% since inception.**

Dallas / Ft. Worth International Airport

Asset Allocation Summary

	<u>Minimum</u>	<u>Maximum</u>	<u>Target</u>	<u>Current</u>
Domestic Equity	15.0%	25.0%	20.0%	23.9%
International/Global Equity	12.5%	27.5%	17.5%	18.2%
Core Fixed Income	7.5%	17.5%	12.5%	13.0%
Non-Core Fixed Income	10.0%	20.0%	15.0%	11.5%
Cash Equivalents	0.0%	5.0%	2.5%	4.9%
Real Estate*	5.0%	15.0%	10.0%	9.1%
Private Equity*	7.5%	17.5%	12.5%	12.0%
Real Assets & Master Limited Partnerships*	5.0%	15.0%	10.0%	7.4%
Totals		<u>100%</u>	<u>100%</u>	<u><u>100%</u></u>

*The total allocation to "Alternative Investments" is 28.5%, within the policy limit of 40%.

Please note: Green font signifies the allocation is within policy limit, red font signifies allocation is outside of the limit.



Asset Allocation & Performance
Trailing Returns - Net of Fees
 As of December 31, 2021

Allocation	Performance(%)						Inception Date			
	Market Value \$	%	QTR	YTD	1 YR	3 YR		5 YR	10 YR	Inception
Pension Fund (Net)	927,757,341	100.0	2.99	14.64	14.64	12.73	9.85	9.05	7.01	06/01/2005
Total Fund Policy			2.84	12.64	12.64	13.44	10.07	8.91	6.67	
Pension Fund (Net) from AndCo inception	927,757,341	100.0	2.99	14.64	14.64	12.73	9.85	9.05	9.40	07/01/2010
Total Fund Policy			2.84	12.64	12.64	13.44	10.07	8.91	9.17	
Total Equity Composite	390,821,906	42.1	5.66	17.79	17.79	20.25	14.36	12.44	11.64	12/01/2009
Total Equity Policy			5.80	17.33	17.33	20.07	14.26	12.84	11.92	
Total Domestic Equity Composite	222,098,752	23.9	8.27	23.68	23.68	24.10	17.11	14.91	14.11	12/01/2009
Total Domestic Equity Policy			9.28	25.66	25.66	25.79	17.97	16.30	15.46	
Total International/Global Equity Composite	168,723,154	18.2	2.47	10.89	10.89	15.70	11.14	8.80	7.51	01/01/2010
Total International Policy			1.88	8.29	8.29	13.70	10.12	7.78	5.93	
Total Fixed Income Composite	227,405,136	24.5	-0.01	3.23	3.23	5.83	5.35	4.77	5.02	01/01/2010
Total Fixed Policy			-0.01	-1.19	-1.19	4.66	3.46	2.70	3.36	
Total Core Fixed Income Composite	121,024,937	13.0	-0.19	-1.70	-1.70	4.18	3.01	2.46	3.22	01/01/2010
Total Domestic Fixed Policy			0.01	-1.55	-1.55	4.79	3.54	2.74	3.39	
Total Non-Core Fixed Income Composite	106,380,199	11.5	0.19	8.91	8.91	7.82	8.05	8.80	7.71	09/01/2011
Bimbg. U.S. Universal Index			-0.03	-1.10	-1.10	5.15	3.84	3.31	3.37	
Total Real Estate Composite	84,101,455	9.1	4.82	24.72	24.72	8.59	8.26	9.73	10.14	04/01/2011
NCREIF Fund Index-ODCE (EW)			7.70	22.99	22.99	9.84	9.11	10.64	10.98	
Total Real Assets & MLPs Composite	68,295,377	7.4	3.51	18.82	18.82	5.99	2.78	2.38	2.72	03/01/2011
50% Bimbg. Agg/ 50% Alerian MLP			0.41	18.17	18.17	6.69	2.43	2.54	3.02	
Total Private Equity Managers	111,652,016	12.0	-0.03	22.50	22.50	13.55	12.01	9.46	17.96	07/01/2010
Cambridge Associates Private Equity Index			0.00	24.50	24.50	19.82	17.47	15.20	15.53	
Cash Accounts Composite *	45,481,452	4.9	0.01	0.06	0.06	0.80	N/A	N/A	1.03	08/01/2017
** R&D Account only	43,605,581	4.7								

Returns are expressed as % and annualized for periods greater than 1 year. The MVs reflected are based on the most recently available data, including capital statements where available, +/- any capital calls and / or distributions. Green marks indicate >+1% difference from BM, yellow marks indicate <-1% difference from BM - this only applies to 5+ years for closed end funds. Managers shown in orange indicate managers on watchlist, and any deviance from BM highlighted. Fees and expenses paid from the investment's capital balance are not reported. *Cash composite includes R&D, and cash from private funds. **R&D line is included in cash composite. Realized and unrealized gains are not reported as this information is not generally available.



Asset Allocation & Performance
Trailing Returns - Gross of Fees
 As of December 31, 2021

Allocation	Performance(%)										Inception Date
	Market Value \$	%	QTR	YTD	1 YR	3 YR	5 YR	10 YR	Inception		
Pension Fund (Gross)	927,757,341	100.0	3.11 (85)	15.45 (26)	15.45 (26)	13.63 (80)	10.71 (62)	9.88 (44)	7.72 (45)	06/01/2005	
Total Fund Policy			2.84 (88)	12.64 (64)	12.64 (64)	13.44 (83)	10.07 (79)	8.91 (76)	6.67 (90)		
Pension Fund (Gross) from AndCo inception	927,757,341	100.0	3.11 (85)	15.45 (26)	15.45 (26)	13.63 (80)	10.71 (62)	9.88 (44)	10.19 (33)	07/01/2010	
Total Fund Policy			2.84 (88)	12.64 (64)	12.64 (64)	13.44 (83)	10.07 (79)	8.91 (76)	9.17 (72)		
Total Equity Composite	390,821,906	42.1	5.78	18.27	18.27	20.77	14.82	12.93	12.15	12/01/2009	
Total Equity Policy			5.80	17.33	17.33	20.07	14.26	12.84	11.92		
Total Domestic Equity Composite	222,098,752	23.9	8.43 (42)	24.28 (57)	24.28 (57)	24.68 (49)	17.66 (41)	15.45 (54)	14.67 (55)	12/01/2009	
Total Domestic Equity Policy			9.28 (32)	25.66 (51)	25.66 (51)	25.79 (40)	17.97 (41)	16.30 (41)	15.46 (41)		
Total International/Global Equity Composi	168,723,154	18.2	2.55 (65)	11.24 (56)	11.24 (56)	16.14 (45)	11.50 (42)	9.22 (54)	7.99 (39)	01/01/2010	
Total International Policy			1.88 (80)	8.29 (78)	8.29 (78)	13.70 (70)	10.12 (64)	7.78 (92)	5.93 (97)		
Total Fixed Income Composite	227,405,136	24.5	0.07 (19)	4.16 (1)	4.16 (1)	6.76 (5)	6.24 (3)	5.52 (1)	5.69 (2)	01/01/2010	
Total Fixed Policy			-0.01 (39)	-1.19 (47)	-1.19 (47)	4.66 (94)	3.46 (97)	2.70 (99)	3.36 (100)		
Total Core Fixed Income Composite	121,024,937	13.0	-0.13 (73)	-1.42 (62)	-1.42 (62)	4.50 (95)	3.33 (97)	2.80 (98)	3.56 (97)	01/01/2010	
Total Domestic Fixed Policy			0.01 (34)	-1.55 (69)	-1.55 (69)	4.79 (92)	3.54 (95)	2.74 (99)	3.39 (99)		
Total Non-Core Fixed Income Managers	106,380,199	11.5	0.30	10.63	10.63	9.42	9.56	10.03	8.89	09/01/2011	
Bimbg. U.S. Universal Index			-0.03	-1.10	-1.10	5.15	3.84	3.31	3.37		
Total Real Estate Managers	84,101,455	9.1	4.93 (93)	26.46 (11)	26.46 (11)	10.19 (49)	9.65 (42)	11.29 (42)	11.62 (41)	04/01/2011	
NCREIF Fund Index-ODCE (EW)			7.70 (36)	22.99 (44)	22.99 (44)	9.84 (54)	9.11 (54)	10.64 (62)	10.98 (62)		
Total Real Assets & MLPs Managers	68,295,377	7.4	3.67	19.58	19.58	6.55	3.25	2.71	3.02	03/01/2011	
50% Bimbg. Agg/ 50% Alerian MLP			0.41	18.17	18.17	6.69	2.43	2.54	3.02		
Total Private Equity Managers	111,652,016	12.0	0.15	23.88	23.88	16.36	13.89	12.48	21.26	07/01/2010	
Cambridge Associates Private Equity Index			0.00	24.50	24.50	19.82	17.47	15.20	15.53		
Cash Accounts Composite *	45,481,452	4.9	0.01	0.06	0.06	0.80	N/A	N/A	1.03	08/01/2017	
** R&D Account only	43,605,581	4.7									

Returns are expressed as % and annualized for periods greater than 1 year. The MVs reflected are based on the most recently available data, including capital statements where available, +/- any capital calls and / or distributions. Green marks indicate >+1% difference from BM, yellow marks indicate >-1% difference from BM - this only applies to 5+ years for closed end funds. Managers shown in orange indicate managers on watchlist, and any deviance from BM highlighted. Fees and expenses paid from the investment's capital balance are not reported. *Cash composite includes R&D, and cash from private funds. **R&D line is included in cash composite. Realized and unrealized gains are not reported as this information is not generally available.



DFW Manager Watch List

Open-end Strategies

Manager	Asset Class	Market Value 12/31/2021	Date Added	Reason	Next Steps
Invesco <ul style="list-style-type: none"> Core Real Estate 	Real Estate	\$12,058,777	06/30/2020	Performance <ul style="list-style-type: none"> Total return ranks in the bottom half of the peer group over the trailing 5-year period. Total return (gross) trails the benchmark over the trailing 5-year period. 	<ul style="list-style-type: none"> Continue to monitor.
Westwood <ul style="list-style-type: none"> All Cap Value 	Domestic Equity	\$37,439,742	12/31/2020	Performance <ul style="list-style-type: none"> Total return ranks in the bottom half of the peer group over the trailing 5-year period. 	<ul style="list-style-type: none"> Continue to monitor
Barrow Hanley <ul style="list-style-type: none"> Large Cap Value 	Domestic Equity	\$38,525,087	3/31/2021	Performance <ul style="list-style-type: none"> Total return previously ranked in the bottom half of the peer group over the trailing 5-year period. Performance has improved and now ranks in the top half of the peer group over the trailing 5-year period. 	<ul style="list-style-type: none"> Remove from Watch List

DFW Manager Watch List Criteria

Criteria for Open-end Strategies

Primary Criteria:

- Total return (gross of fees) must meet or exceed the benchmark return over trailing 5-year period.
- Total return (gross of fees) must rank in the top half of the peer group over the trailing 5-year period.
- Style drift from original mandate.
- Performance dispersion from composite.
- Turnover of personnel determined to be key to management of firm, execution of strategy or service of relationship.

Secondary Criteria:

- Four or more consecutive quarters where total return (gross of fees) fails to exceed the benchmark.
- Investment process change including a change to the stated benchmark.
- Investigation of firm by the SEC or other regulatory body.
- Asset flows deemed to be significant into or out of the firm or strategy.
- Merger or sale of firm.
- Change in fee outside of competitive range.
- Failure to adhere to parameters established within the IPS or IMA regarding the management of the portfolio.

Criteria for Closed-end Strategies

Primary Criteria:

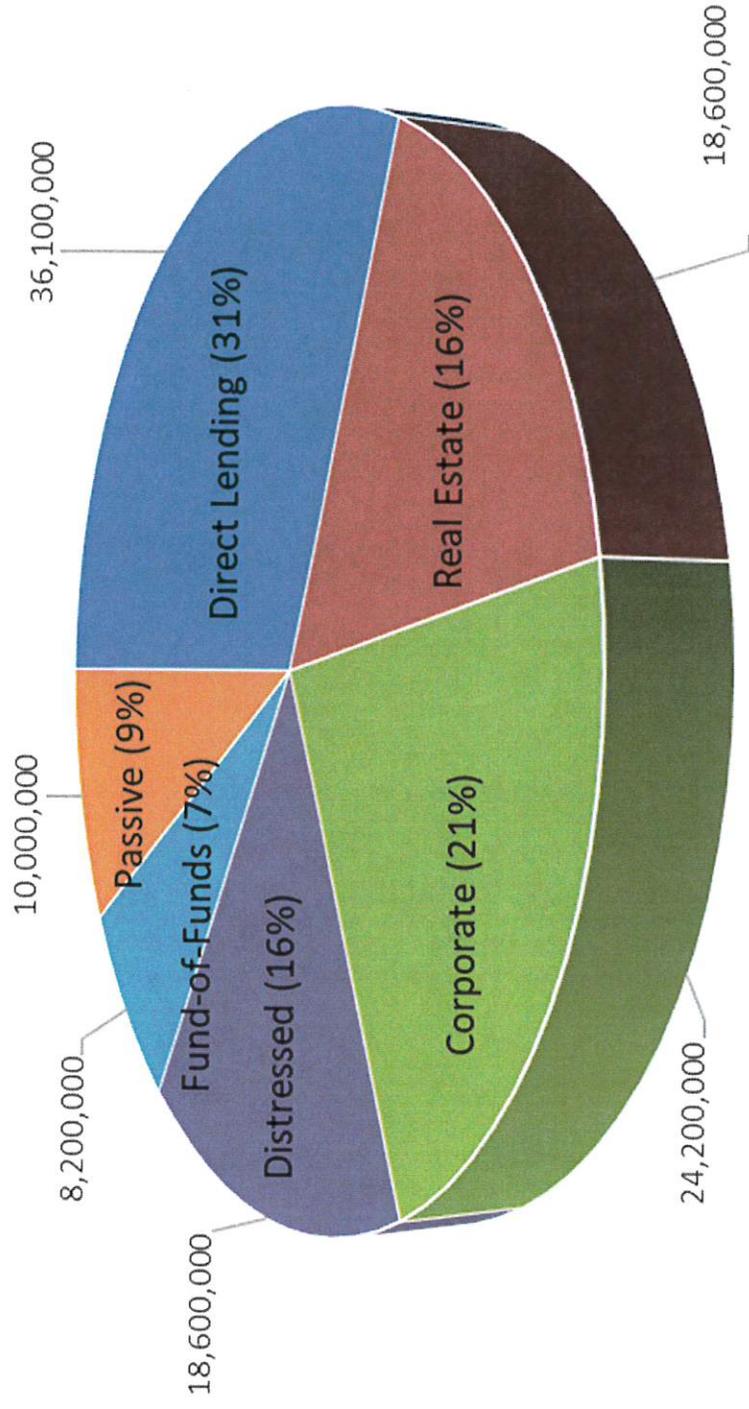
- Total return must rank in the top half of the peer group over the trailing 10-year period.
- Turnover of personnel determined to be key to management of firm, execution of strategy or service of relationship.

Secondary Criteria:

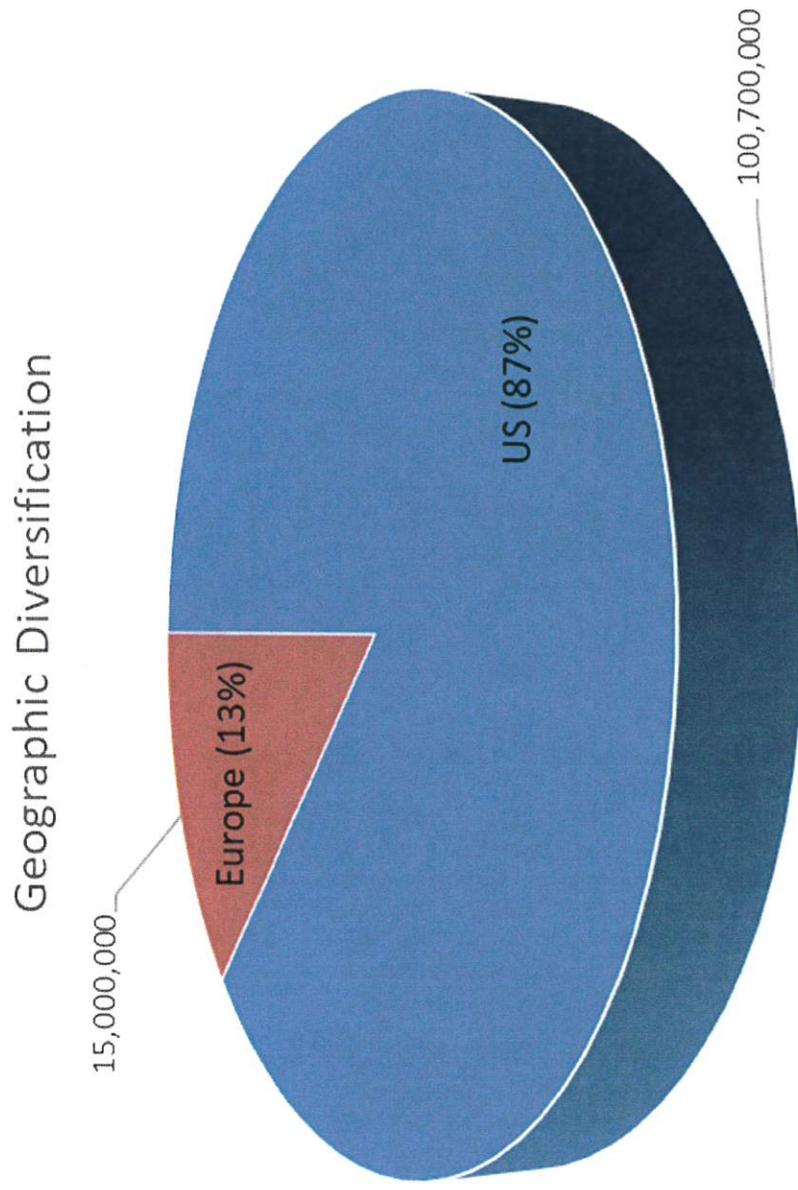
- Investigation of firm by the SEC or other regulatory body.
- Asset flows deemed to be significant into or out of the firm.
- Merger or sale of firm.
- Total return must rank in the top half of the peer group over the trailing 5-year period.

Non-Core Fixed Income Review

Strategy Diversification



Non-Core Fixed Income Review



Clients first.



CHICAGO | CLEVELAND | DALLAS | DETROIT | ORLANDO | PITTSBURGH | RENO

AndCo Consulting | (844) 44-ANDCO | AndCoConsulting.com

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Retirement & Investments	Subject Approve an Asset Management Agreement with Machine Investment Group	Resolution #
---------------------------	--	---	---------------------

Action

That the Chief Executive Officer or designee be authorized to enter into an Asset Management Agreement with Machine Investment Group for their Machine Fund I, in a commitment amount of \$7.5 million.

Description

- Relationship: New
- Headquarters: New York, NY
- Return Objective: 15% net internal rate of return and 1.7x net multiple on invested capital
- Fees: Industry Average. During the investment period, the Fund's management fee is 1.5% on committed capital. During the harvest period, the management fee of 1.5% per annum is based on remaining invested capital. After an 8% hurdle, there is a 20% incentive fee.
- Strategy: Machine Fund I will employ a diversified investment strategy targeting opportunistic middle market real estate investments concentrated in top 25 markets across the country. In general, the Fund will seek to invest in stressed, distressed, and special situations, with the ability to invest throughout the capital stack, including debt and equity positions.
- Funding Source: Sponsor contributions and distributions from existing real estate funds.

Justification

- This action will provide additional diversification for the portfolio and an opportunity to invest in an existing portfolio of real estate assets at cost, while growing the allocation to target.

D/S/M/WBE Information

- Not Applicable

Schedule/Term

Term: 7 years with two, one-year extensions.

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount	
			\$0	\$0	
For Information contact		Fund	Project #	External Funding Source	Amount
James Mauldin 3-5447					\$0

Additional Information

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

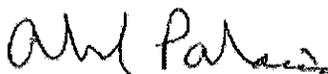
That the Chief Executive Officer or designee be authorized to enter into an Asset Management Agreement with Machine Investment Group for their Machine Fund I, in a commitment amount of \$7.5 million.

Approved as to Form by



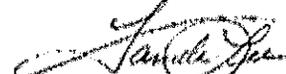
Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 7:59 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:51 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:05 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head

Feb 15, 2022 2:59 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Retirement & Investments	Subject Approve an Asset Management Agreement with Deerpath Capital			Resolution #
Action That the Chief Executive Officer or designee be authorized to enter into an Asset Management Agreement with Deerpath Capital for their Deerpath Fund VI, in a commitment amount of \$10 million.					
Description <ul style="list-style-type: none"> • Relationship: Existing (current \$7.5 million commitment to Deerpath Fund V) • Headquarters: New York, NY • Return Objective: 12% net internal rate of return and 1.5x net multiple on invested capital • Fees: Investor friendly. During the entire term of the Fund, the management is 1% on invested capital. Incentive fee of 15% after an 8% hurdle. • Strategy: The goal of the Fund is to generate a high level of current income with strong downside protection by originating senior loans to established lower-middle market companies owned by private equity sponsors. • Funding Source: Distributions from existing non-core credit funds, including Deerpath V, and sponsor contributions. 					
Justification <ul style="list-style-type: none"> • This action will continue to grow the non-core fixed income allocation to target by re-investing with a top-quartile investment manager. 					
D/S/M/WBE Information <ul style="list-style-type: none"> • Not Applicable 					
Schedule/Term Term: 8 years with two, one-year extensions					
Contract #		Agreement #		Purchase Order #	
				Action Amount	
				Revised Amount	
				\$0	
				\$0	
For Information contact James Mauldin 3-5447		Fund	Project #	External Funding Source	Amount
					\$0

Additional Information

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

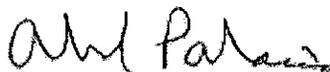
That the Chief Executive Officer or designee be authorized to enter into an Asset Management Agreement with Deerpath Capital for their Deerpath Fund VI, in a commitment amount of \$10 million.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 7:59 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:51 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:05 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head

Feb 15, 2022 2:58 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Retirement & Investments	Subject Approve an Asset Management Agreement with Veritas Capital Fund Management			Resolution #
Action That the Chief Executive Officer or designee be authorized to enter into an Asset Management Agreement with Veritas Capital Fund Management for their Veritas Capital Fund VIII, in a commitment amount of \$10 million.					
Description <ul style="list-style-type: none"> • Relationship: Existing (current \$5 million commitment to Veritas Capital Fund VII) • Headquarters: New York, NY • Return Objective: 20% net IRR and 2.0x net multiple on invested capital • Fees: Industry Average. Management fee of 1.75% on committed capital during the investment period. During the harvest period, the fee falls to 1.5% on invested capital. Incentive fee of 25% after an 8% hurdle. • Strategy: Veritas Capital has a 25 year history of successfully investing in companies that provide critical products and services, primarily involving technology or technology-enabled solutions, to governments, government-influenced markets, and commercial customers worldwide. • Funding Source: Distributions from existing private equity funds and sponsor contributions. Justification <ul style="list-style-type: none"> • This action will provide additional diversification and the potential for high returns while maintaining the target allocation level of the private equity portfolio. 					
D/S/M/WBE Information <ul style="list-style-type: none"> • Not Applicable 					
Schedule/Term Term: 10 years with two, one-year extensions					
Contract #		Agreement #		Purchase Order #	
				Action Amount	
				Revised Amount	
				\$0	
				\$0	
For Information contact James Mauldin 3-5447		Fund	Project #	External Funding Source	
				Amount	
				\$0	

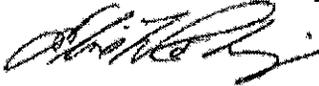
Additional Information

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

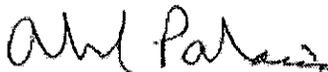
That the Chief Executive Officer or designee be authorized to enter into an Asset Management Agreement with Veritas Capital Fund Management for their Veritas Capital Fund VIII, in a commitment amount of \$10 million.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:00 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:52 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:06 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head

Feb 15, 2022 3:00 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Retirement & Investments	Subject Approve an Asset Management Agreement with Brookfield Asset Management	Resolution #
Action That the Chief Executive Officer or designee be authorized to enter into an Asset Management Agreement with Brookfield Asset Management for their Brookfield Super Core Infrastructure Partners for an additional \$5 million.			
Description <ul style="list-style-type: none"> • Relationship: Existing (current \$10 million commitment to the SIP fund) • Headquarters: Toronto, Ontario • Return Objective: 8% net internal rate of return and 1.3x net multiple on invested capital • Fees: Investor Friendly. Management fee of 0.75% on all invested capital. Incentive fee of 5% on all distributions from operating companies. • Strategy: To utilize its global team of investment professionals, its vast network of employees across operating businesses, and its industry partners to identify and seek to acquire assets it believes to be of high-quality at favorable valuations and finance them on a long-term, low-risk basis. • Funding Source: Proceeds from liquidated Seamax strategy. 			
Justification <ul style="list-style-type: none"> • The action will increase a existing investment with an already successful investment manager and grow the real assets allocation closer to target. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • Not Applicable 			
Schedule/Term Term: None; the strategy is open-end			
Contract #	Agreement #	Purchase Order #	Action Amount \$0
			Revised Amount \$0
For Information contact James Mauldin 3-5447	Fund	Project #	External Funding Source Amount \$0

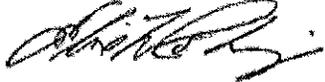
Additional Information

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to enter into an Asset Management Agreement with Brookfield Asset Management for their Brookfield Super Core Infrastructure Partners for an additional \$5 million.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 7:59 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:50 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:05 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head

Feb 15, 2022 2:57 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Retirement & Investments	Subject Approve an Asset Management Agreement with Nordic Capital	Resolution #
Action That the Chief Executive Officer or designee be authorized to enter into an Asset Management Agreement with Nordic Capital for their Nordic Fund XI, in a commitment amount of EUR 10 million (~\$11 million).			
Description <ul style="list-style-type: none"> • Relationship: New • Headquarters: Stockholm, Sweden • Return Objective: 16% net internal rate of return and 2.0x net multiple on invested capital • Fees: Industry Average. Management fee of 1.5% on committed capital during the investment period, 1.5% management fee on invested capital during harvest period. Incentive fee of 20% after an 8% hurdle. • Strategy: With a focus on the Nordic countries and northern Europe, the Fund will target what it believes are robust, difficult-to-replicate businesses operating within non-cyclical and resilient sectors (healthcare, technology and payments, and financial services) that benefit from long-term secular drivers and strong downside protections. • Funding Source: Sponsor contributions and distributions from existing private equity funds. 			
Justification <ul style="list-style-type: none"> • This action will provide additional diversification for the portfolio while keeping the private equity allocation at target. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • Not Applicable 			
Schedule/Term Term: 10 years with two, one-year extensions			
Contract #	Agreement #	Purchase Order #	Action Amount \$0
			Revised Amount \$0
For Information contact James Mauldin 3-5447	Fund	Project #	External Funding Source Amount \$0

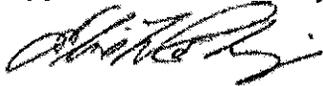
Additional Information

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

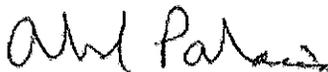
That the Chief Executive Officer or designee be authorized to enter into an Asset Management Agreement with Nordic Capital for their Nordic Fund XI, in a commitment amount of EUR 10 million (~\$11 million).

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 7:59 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:51 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:06 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head

Feb 15, 2022 3:00 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Retirement & Investments	Subject Approval of Actuarial Assumptions for General Employees Retirement and Department of Public Safety Retirement Plans	Resolution #
---------------------------	--	---	---------------------

Action

That the Chief Executive Officer or designee be authorized to approve the attached actuarial assumptions for the General Employees Retirement and Department of Public Safety Retirement Plans.

Description

- DFW's actuary, Gabriel, Roeder Smith & Company (GRS), has recommended an updated set of assumptions for the General Employees Retirement and Department of Public Safety Retirement Plans. DFW has a practice of reviewing the actuarial assumptions every five years.
- This update will ensure that the actuarial assumptions utilized to determine the Plans' funding contributions are appropriate, reflect anticipated future experience, and more precisely represent DFW's Actuarial Determined Contributions and Pension Liabilities.
- There are two significant changes to the assumptions. The first change lowers the investment return rate from 7.25% to 7.0%. The second lowers anticipated inflation from 2.75% to 2.5%.
- The net impact of the revised assumptions is a \$1.5 million increase in DFW's FY 2023 contributions to the Retirement Plans and a \$14.6 million increase in the plans' unfunded pension liability from \$113.8 million to \$128.4 million.
- Since the full Plan valuations are in progress, the final FY 2023 plan contribution and unfunded liability amounts are not known at this time. The final valuation will be presented to the Board in June. Based on last year's actuarial report, FY 2022 contributions were \$26.3 million.

Justification

- The actuarial assumptions have significant impact on the calculations of liabilities and contributions; therefore, a periodic study of the assumptions provides guidelines in the determination of the appropriate funding for the plans. The new study of the assumptions reflects new information such as inflation, investment return rate, payroll increase rate, mortality improvement, and changing patterns of retirement and terminations.

D/S/M/WBE Information

- Not Applicable

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
			\$0	\$0

For Information contact	Fund	Project #	External Funding Source	Amount
Abel Palacios 3-5445				\$0

Additional Information

Additional Attachments: **Y**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

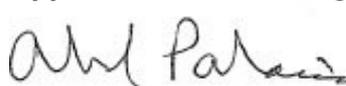
That the Chief Executive Officer or designee be authorized to approve the attached actuarial assumptions for the General Employees Retirement and Department of Public Safety Retirement Plans.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:00 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:52 pm

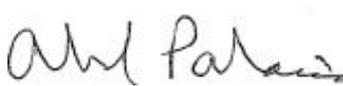
Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:06 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head
Finance
Feb 14, 2022 11:11 am

Pending

Chief Executive Officer

Date

Summary of Recommended Changes – Employees’ Plan

Assumption	Assumption Type Major / Minor	Current	Proposed	Potential Liability/ Contribution Impact (in general)
Expense Assumption	Minor	Fixed Dollar Increased at 2.75%	Adjusted Fixed Dollar Increased at 3.75%	No liability impact/increase in contributions
Inflation	Major	2.75%	2.50%	Impacts other assumptions
Investment Return	Major	7.25%	7.00%	Increase in liabilities & contribution
Individual Salary Increase	Major	Average increase of 4.29%	Average increase of 4.06%	Decrease in liabilities & contribution
Cost of Living Adjustment	Major	2.75%	2.50%	Decrease in liabilities & contribution
Total Payroll Growth	Minor	Not Applicable	Not Applicable	No impact, plan is closed to new employees
Healthy Post-Retirement Mortality	Major	RP-2014 table (Blue Collar) for males and females with generational mortality projection with scale BB	PUB2010(G) table for males and females with generational mortality projection with MP-2020 (Ultimate)	Increase in liabilities & contribution
Disabled Mortality	Minor	Healthy morality with 3 year age set forward, and minimum 3% rates	Healthy morality with 3 year age set forward, and minimum 3% rates	Increase in liabilities & contribution
Retirement Rates	Major	Age based rates	Higher normal retirement for males, lower early retirement for females	Offsetting impacts
Termination Rates	Major	Select and ultimate rates	Select and ultimate rates; increase some rates	Decrease in liabilities & contribution
Disability Rates	Minor	TMRS rates of disability	Updated TMRS rates of disability	Small increase in liabilities and contribution
Combined	--	--	--	Increase in liabilities and contribution

Summary of Recommended Changes – DPS Plan

Assumption	Assumption Type Major / Minor	Current	Proposed	Potential Liability/ Contribution Impact (in general)
Expense Assumption	Minor	Fixed Dollar Increased at 2.75%	Adjusted Fixed Dollar Increased at 3.75%	No liability impact/increase in contributions
Inflation	Major	2.75%	2.50%	Impacts other assumptions
Investment Return	Major	7.25%	7.00% or 6.75%	Increase in liabilities & contribution
Individual Salary Increase	Major	Average increase of 5.11%	Some changes, average increase of 4.74%	Decrease in liabilities & contribution
Cost of Living Adjustment	Major	2.75%	2.50%	Decrease in liabilities & contribution
Total Payroll Growth	Minor	3.75%	3.50%	No change in liabilities; increase in employer contribution percentage
Healthy Post-Retirement Mortality	Major	RP-2014 table (Blue Collar) for males and females with generational mortality projection with scale BB	PUB2010(S) table for males and females with generational mortality projection with MP-2020 (Ultimate)	Life expectancies are very similar, no material impact on liabilities and contribution
Disabled Mortality	Minor	Healthy morality with 3 year age set forward, and minimum 3% rates	Healthy morality with 3 year age set forward, and minimum 3% rates	Life expectancies are very similar, no material impact on liabilities and contribution
Retirement Rates	Major	Age based rates	Higher rates for ages under 55	Increase in liabilities & contribution
Termination Rates	Major	Select and ultimate rates	Select and ultimate rates; increase rates for svc 1-5 decrease for svc 7-8	Decrease in liabilities & contribution
Disability Rates	Minor	TMRS rates of disability	Updated TMRS rates of disability	Small increase in liabilities and contribution
Combined	--	--	--	Increase in liabilities and contribution

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Retirement & Investments	Subject Approval of Actuarial Assumptions for Other Post-Employment Benefits Plan	Resolution #
---------------------------	--	---	---------------------

Action

That the Chief Executive Officer or designee be authorized to approve the attached actuarial assumptions for the Other Post-Employment Benefits (OPEB) Plan.

Description

- DFW's actuary, Gabriel, Roeder Smith & Company (GRS), has recommended an updated set of assumptions for the OPEB (retiree medical) Plan. DFW has a practice of reviewing the actuarial assumptions every five years.
- This update will ensure that the actuarial assumptions utilized to determine the Plans' funding contributions are appropriate, reflect anticipated future experience, and more precisely represent DFW's Actuarial Determined Contributions and OPEB Liabilities.
- It is recommended that the investment return assumption for the OPEB Plan be lowered from 6.75% to 6.50%. Due to its relative size, the OPEB investment mix is not as diverse as the pension trusts and GRS recommends that the investment return assumption be based on the OPEB trust's current funding policy and asset allocation.
- The revised assumptions will have no impact on DFW's FY 2023 plan contributions. The assumptions will decrease the plan's overfunded position by \$0.4 million from \$6.2 million to \$5.8 million.
- Since the full Plan valuation is in progress, the final FY 2023 plan contribution and unfunded liability amounts are not known at this time. The final valuation will be presented to the Board in June. Based on last year's actuarial report, FY 2022 contributions were \$1.0 million.

Justification

- The actuarial assumptions have significant impact on the calculations of liabilities and contributions, therefore, a periodic study of the assumptions provides guidelines in the determination of the appropriate funding for the plan. The new study of the assumptions reflects new information such as medical cost inflation, investment return rate, plan election percentage, and changing patterns of retirement and terminations.

D/S/M/WBE Information

- Not Applicable

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
			\$0	\$0

For Information contact	Fund	Project #	External Funding Source	Amount
Abel Palacios 3-5445				\$0

Additional Information

Additional Attachments: **Y**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

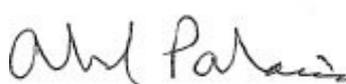
That the Chief Executive Officer or designee be authorized to approve the attached actuarial assumptions for the Other Post-Employment Benefits (OPEB) Plan.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:00 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:52 pm

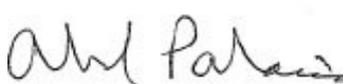
Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:06 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head
Finance
Feb 14, 2022 11:11 am

Chief Executive Officer

Pending

Date

Summary of Recommended Changes – OPEB Plan

Assumption	Assumption Type Major / Minor	Current	Proposed	Potential Liability/ Contribution Impact (in general)
Pension Plan Demographic Assumptions	Major	See prior pages	See prior pages for changes	Increase in liabilities & contribution
Investment Return	Major	6.75%	6.50%	Increase in liabilities & contribution
Medical Trend Inflation	Major	Initial trend of 7.2% decreasing to an ultimate rate of 4.5%	Overall decrease in trend assumption with ultimate rate of 4.25%	Decrease in liabilities & contribution
Election Percentage	Major	Varies based on years of service	Experience shows possible decrease in experience. However, with window occurring assumption was left unchanged for conservatism	N/A
Combined	--	--	--	Decrease in liabilities and contribution

AGENDA
OPERATIONS COMMITTEE MEETING
Tuesday, March 1, 2022
12:50 p.m.

OPERATIONS COMMITTEE

- 11. Approve Minutes of the Operations Committee Meeting of February 1, 2022.

Items 12 through 20 were approved at the February 1 Committee Meeting and will need Full Board approval at the March 3 Board Meeting, but do not need to be presented during the March Committee Meeting.

- | | |
|------------------|---|
| Bobby Rodriguez | 12. Approve execution of Contract No. 7007163, for Condenser Water Treatment, with ChemTreat, Inc., of Glen Allen, Virginia, in an amount not to exceed \$91,712.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods. |
| Tammy Huddleston | 13. Approve execution of Contract No. 9500747, for North Sludge Pond Reconstruction, with Gilbert May, Inc. dba Phillips/May Corporation, of Dallas, Texas, in an amount not to exceed \$774,333.00, for the 150 calendar day term of the Contract. |
| | 14. Approve execution of Contract No. 9500751, for Terminal A, B, C, D and E Uninterrupted Power Supply Replacements, with Real Network Services, Inc., of Dallas, Texas, in an amount not to exceed \$1,643,004.00, for the 220-calendar day term of the Contract. |
| | 15. Approve execution of Contract No. 9500764, for Soil Slopes Remediation - Air Operations Area Sites, with Ragle, Inc., of North Richland Hills, Texas, in an amount not to exceed \$1,928,687.00, for the 210-calendar day term of the Contract. |
| | 16. Approve execution of Contract No. 9500773, for Soil Slopes Remediation - Landside Sites, with Ragle, Inc., of North Richland Hills, Texas, in an amount not to exceed \$4,438,591.15, for the 210-calendar day term of the Contract. |
| | 17. Approve execution of Contract No. 9500749, for Terminal D Sanitary Sewer Lift Stations, with Real Network Services, Inc., of Dallas, Texas, in an amount not to exceed \$2,355,817.00, for the 250-calendar day term of the Contract. |
| | 18. Approve execution of Contract No. 8500398, for Program Management/Construction Management Services Civil Airside, with Airfield Management Partners, of Dallas, Texas, in an amount not to exceed \$30,000,000.00, for the five-year term of the Contract. |

- Smitha Radhakrishnan 19. Approve execution of Contract No. 8500399, for Airport Planning Services, with Airport Transformation Collaborative, of Dallas, Texas, in an amount not to exceed \$25,000,000.00, for the five-year term of the Contract.
- Bobby Rodriguez 20. Approve execution of Purchase No. 278471, for CNG Passenger Buses, to Creative Bus Sales, Inc., of Irving, Texas, in the amount of \$2,130,824.00.

March Consent Item for Consideration

- Jon Taylor 21. Approve execution of Contract No. 7007169, for Automated Access Control Badges, with IRIS Ltd., Inc. of Fleetwood, Pennsylvania, in an amount not to exceed \$71,200.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

March Action Items for Consideration

- Tammy Huddleston 22. Approve authorization to procure design/build services necessary for the 19th Street Cargo Development using a method authorized under Chapter 2269, Section B of the Texas Government Code, to determine a solicitation method, other than competitive bidding, that provides the best value for the Airport.
- 23. Approve execution of Contract No. 9500765, for Overhead Vertical Height Clearance Sign Enhancements, with Synergy Signs & Services, LLC, of Fort Worth, Texas, in an amount not to exceed \$546,100.00, for the 300-calendar day term of the Contract.
- 24. Approve execution of Contract No. 9500770 for Air Operations Area Gate Replacement Phase 2, with EAS Contracting, LP, of Princeton, Texas, in an amount not to exceed \$2,373,869.00, for the 440-calendar day term of the Contract.
- 25. Approve ratification of the increase to Contract No. 9500698, for Runway 18R-36L Rehabilitation, with Austin Bridge & Road, LP, of Irving, Texas, in an amount not to exceed \$3,503,000.00, for a revised not to exceed Contract amount of \$125,473,673.37.

Approved at February Committee and revised to a ratification.

- 26. Approve execution of Contract No. 9500775, for Rehabilitate Runway 17L-35R Storm Drainpipes, with Ragle, Inc., of North Richland Hills, Texas, in an amount not to exceed \$15,441,978.10, for the 330-calendar day term of the Contract.

Bobby Rodriguez 27. Approve ratification of the execution of a deductive Change Order to Contract No. 7006752, for Skylink Automatic Train Control Replacement, with Alstom Group of Pittsburgh, Pennsylvania, in a deductive amount not less than (\$600,000.00), for a revised not to exceed amount of \$33,398,000.00.

Approved at February Committee and revised to a ratification.

28. Approve execution of Contract No. 7007177, for Joint Sealant Material with The Willamette Valley Company LLC of Eugene, Oregon, in an amount not to exceed \$481,450.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

29. Approve execution of Contract No. 7007178, for the supply of Herbicides, with Harrel's LLC, of Lakeland, Florida, in an amount not to exceed \$736,607.38, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

30. Approve ratification of the execution of Purchase No. 278470, for Fleet Vehicles, to Caldwell Country Chevrolet, of Caldwell, Texas, in the amount of \$3,133,581.03.

Approved at February Committee and revised to a ratification.

31. Approve execution of Contract No. 8500397, Indefinite Delivery of Retro-Commissioning and Infrastructure Condition Assessments, with MPO / Matador JV, of Grapevine, Texas, in an amount not to exceed \$5,000,000.00, for the five-year term of Contract.

Discussion Items

Tammy Huddleston 32. There are no Construction and Professional Services Contract increase(s) approved by authorized staff for this reporting period.

33. There are no decrease(s)/increase(s) in Scope of Work approved by authorized staff for this reporting period.

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

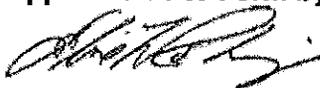
Date 03/03/2022	Committee Operations	Subject Condenser Water Treatment	Resolution #	
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 7007163, for Condenser Water Treatment, with ChemTreat, Inc., of Glen Allen, Virginia, in an amount not to exceed \$91,712.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.				
Description <ul style="list-style-type: none"> • Award a Contract for Condenser Water Treatment in support of the Airport's Energy, Transportation & Asset Management Department. 				
Justification <ul style="list-style-type: none"> • Replaces an existing Contract that has been in place for five years. • The Airport receives reclaimed water from Fort Worth's Village Creek Wastewater Plant. • The Airport's Energy Plaza is the only facility in the DFW Metroplex that uses reclaimed water in its cooling towers as a source of makeup water. • By using reclaimed water Airport staff expects to save approximately 100,000,000 gallons of potable water annually. • Additionally, Airport staff has identified the various chemical formulas required to stabilize metal ions and passivate surfaces in the reclaimed water to prevent corrosion on energy production equipment. • Chemical blends are designed specifically for the unique characteristics of the reclaimed makeup water. • These products prevent corrosion damage to the condenser water/cooling system that provides air conditioning to the Terminals. 				
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the MWBE Program is 31% • N/A - Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Goods/Finished Products). 				
Schedule/Term <ul style="list-style-type: none"> • Start Date: March 2022 • Contract Term: One year with four one-year renewal options 				
Contract # 7007163	Agreement #	Purchase Order #	Action Amount NTE \$91,712.00	Revised Amount \$0
For Information contact Robert Rodriguez 3-1783 Julian Cano 3-5076	Fund Operating Fund	Project #	External Funding Source	Amount \$91,712.00

Additional Information

- Two Bids, none from M/WBE firms, were received on or before the due date of December 15, 2021.
- Bid tabulation attached
- ChemTreat, Inc., of Glen Allen, Virginia, is the lowest responsive, responsible Bidder.

Additional Attachments: **Y****BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

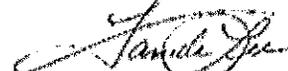
That the Chief Executive Officer or designee be authorized to execute Contract No. 7007163, for Condenser Water Treatment, with ChemTreat, Inc., of Glen Allen, Virginia, in an amount not to exceed \$91,712.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

Approved as to Form by


Rodriguez, Elaine
Legal Counsel
Jan 20, 2022 8:55 am

Approved as to Funding by


Palacios, Abel
Vice President Finance
Finance
Jan 20, 2022 1:06 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Jan 19, 2022 8:44 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Energy & Transportation Mgmt
Jan 19, 2022 1:49 pm

Pending

Chief Executive Officer

Date

**Contract No. 7007163
Condenser Water Treatment
Bid Tabulation**

Bidders	Bid Amount
ChemTreat, Inc. ^{N1} Glen Allen, Virginia	\$91,712.00
Nalco Water, an Ecolab Company Naperville, Illinois	\$264,966.00
Note: 1. The bid price variance is attributed to the Bidder providing its services at no additional cost to the Airport and will be included in the Contract amount.	

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject North Sludge Pond Reconstruction	Resolution #
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 9500747, for North Sludge Pond Reconstruction, with Gilbert May, Inc. dba Phillips/May Corporation, of Dallas, Texas, in an amount not to exceed \$774,333.00, for the 150 calendar day term of the Contract.			
Description <ul style="list-style-type: none"> • Award a Contract for North Sludge Pond Reconstruction in support of the Airport. 			
Justification <ul style="list-style-type: none"> • The intent of this project is to replace the clay liner in the north sludge pond and add a concrete pad beneath the utilities tower and wing walls beneath the walkway. • The sludge ponds serve as a settling basin for solids that are wasted from the pretreatment plant's clarifiers. • In addition, sludge removed from the cleaning of the first flush system (fuel separators, stormwater inlets, first flush piping) are also discharged into these ponds. Once the solids have settled in the ponds, they can be cleaned out as needed. • In order to meet state regulations for environmental quality, the liner must be replaced to maintain the integrity of the sludge pond. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE Program is 31%. • In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 36%. • Gilbert May, Inc. & Phillips/May Corporation a certified Minority Business Enterprise (HM-C), has committed to achieving 36.16 % through self-performance. 			
Schedule/Term <ul style="list-style-type: none"> • Start Date: March 2022 • Contract Duration: 150 calendar days 			
Contract # 9500747	Agreement #	Purchase Order #	Action Amount NTE \$774,333.00
			Revised Amount \$0
For Information contact Tammy Huddleston 3-6132 Troy Fox 3-1725	Fund DFW Capital Acct	Project # 26881-01	External Funding Source Amount \$774,333.00

Additional Information

- One Bid, from an M/WBE firm, was received on or before the due date to August 27, 2021.
- Gilbert May, Inc. dba Phillips/May Corporation, of Dallas, Texas, is the lowest responsive, responsible Bidder.

Additional Attachments: **N****BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500747, for North Sludge Pond Reconstruction, with Gilbert May, Inc. dba Phillips/May Corporation, of Dallas, Texas, in an amount not to exceed \$774,333.00, for the 150 calendar day term of the Contract.

Approved as to Form by


Rodriguez, Elaine
Legal Counsel
Jan 20, 2022 9:01 am

Approved as to Funding by


Palacios, Abel
Vice President Finance
Finance
Jan 20, 2022 1:07 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Jan 19, 2022 8:44 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Jan 19, 2022 8:49 am

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Terminals A, B, C, D and E Uninterrupted Power Supply Replacements	Resolution #
---------------------------	--------------------------------	--	---------------------

Action

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500751, for Terminal A, B, C, D and E Uninterrupted Power Supply Replacements, with Real Network Services, Inc., of Dallas, Texas, in an amount not to exceed \$1,643,004.00, for the 220 calendar day term of the Contract.

Description

- Award a Contract for Terminal A, B, C, D and E Uninterrupted Power Supply (UPS) Replacements in support of the Airport.

Justification

- This project will replace 12 UPS units that have reached the end of service life.
- The units are in Terminals A, B, C, D and E, at locations throughout the terminals.
- These units are being replaced to reduce risk of unit downtime and maintenance costs associated with repairs.

D/S/M/WBE Information

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 18%.
- Real Network Services, Inc., a certified Minority Business Enterprise (HM-C), has committed to achieving 94.96% through self-performance.

Schedule/Term

- Start Date: March 2022
- Contract Duration: 220 calendar days

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
9500751			NTE \$1,643,004.00	\$0

For Information contact	Fund	Project #	External Funding Source	Amount
Tammy Huddleston 3-6132 Keisha Aaron 3-2300	DFW Capital Acct	26851-01		\$1,643,004.00

Additional Information

- Five Bids, including two from M/WBE firms, were received on or before the due date to December 14, 2021.
- Bid Tabulation attached
- Real Network Services, Inc., of Dallas, Texas, is the lowest responsive, responsible Bidder.

Additional Attachments: **Y**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500751, for Terminal A, B, C, D and E Uninterrupted Power Supply Replacements, with Real Network Services, Inc., of Dallas, Texas, in an amount not to exceed \$1,643,004.00, for the 220 calendar day term of the Contract.

Approved as to Form by



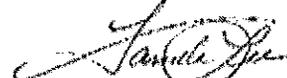
Rodriguez, Elaine
 Legal Counsel
 Jan 20, 2022 9:02 am

Approved as to Funding by



Palacios, Abel
 Vice President Finance
 Finance
 Jan 20, 2022 1:07 pm

Approved as to M/WBE by



Burks Lee, Tamela
 Vice President Business Diversity
 and Development
 Business Diversity and
 Development
 Jan 19, 2022 8:44 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Jan 19, 2022 8:50 am

 Chief Executive Officer

Pending

Date

Contract No. 9500751
Terminal A, B, C, D, E UPS Replacements
Bid Tabulation

Bidders	Bid Amount
Real Network Services, Inc. ^{N1} Dallas, Texas	\$1,643,004.00
Holt Construction Irving, Texas	\$1,899,492.00
Skye Building Services Farmers Branch, Texas	\$2,006,297.00
EMC Electrical Contractors Kennedale, Texas	\$2,020,642.00
Azteca Enterprises, Inc. ^{N1} Dallas, Texas	\$2,074,300.00
Note: 1. MBE certified through the North Central Texas Regional Certification Agency	

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Soil Slopes Remediation - Air Operations Area Sites	Resolution #
---------------------------	--------------------------------	---	---------------------

Action
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500764, for Soil Slopes Remediation - Air Operations Area Sites, with Ragle, Inc., of North Richland Hills, Texas, in an amount not to exceed \$1,928,687.00, for the 210 calendar day term of the Contract.

Description

- Award a Contract for Soil Slopes Remediation - Air Operations Area (AOA) Sites in support of the Airport.

Justification

- The project will consist of earth work to rehabilitate slope failures at various locations within the AOA. All affected AOA fences will be replaced.
- These soil slopes are part of an embankment that supports a public road or an aircraft route and require remediation.
- As a result of the project, the soil slopes' integrity will be restored.

D/S/M/WBE Information

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 30%.
- Ragle, Inc. has committed to achieving 30.44% M/WBE participation utilizing Southwestern Testing Laboratories, LLC DBA STL Engineers (HF-C: 2.74%), C. Green Scaping (HF-C: 4.37%), IMT Construction, LLC (HF-C: 11.40%) and Q. Roberts Trucking Incorporated (BM-C: 11.93%).

Schedule/Term

- Start Date: March 2022
- Contract Duration: 210 calendar days

Contract # 9500764	Agreement #	Purchase Order #	Action Amount NTE \$1,928,687.00	Revised Amount \$0
------------------------------	--------------------	-------------------------	--	------------------------------

For Information contact	Fund	Project #	External Funding Source	Amount
Tammy Huddleston 3-6132	Joint Capital Acct	26878-01		\$771,474.80
Troy Fox 3-1725	Joint Capital Acct	26878-02		\$1,157,212.20

Additional Information

- Five Bids, including one from an M/WBE firm, were received on or before the due date to December . 17, 2021.
- Bid Tabulation attached
- Ragle, Inc., of North Richland Hills, Texas, is the lowest responsive, responsible Bidder.

Additional Attachments: Y

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

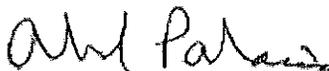
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500764, for Soil Slopes Remediation - Air Operations Area Sites, with Ragle, Inc., of North Richland Hills, Texas, in an amount not to exceed \$1,928,687.00, for the 210 calendar day term of the Contract.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Jan 20, 2022 10:05 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Jan 20, 2022 1:08 pm

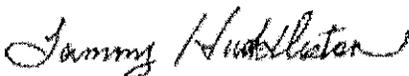
Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Jan 19, 2022 8:46 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Jan 19, 2022 8:54 am

Chief Executive Officer

Pending

Date

Contract No. 9500764
Soil Slope Remediation – AOA Sites
Bid Tabulation

Bidders	Bid Amount
Ragle, Inc. North Richland Hills, Texas	\$1,928,687.00
Gilbert May Inc dba Phillips/May Corporation ^{N1} Dallas, Texas	\$2,240,333.00
McCarthy Building Company Dallas, Texas	\$2,502,202.08
North Texas Contracting, Inc. Keller, Texas	\$2,780,090.00
Kiewit Infrastructure ^{N2} Fort Worth, Texas	\$3,431,690.00
Note: 1. MBE certified through the North Central Texas Regional Certification Agency 2. The bid pricing variance is attributed to higher mobilization, traffic control and site preparation work.	

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Soil Slopes Remediation - Landside Sites	Resolution #
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 9500773, for Soil Slopes Remediation - Landside Sites, with Ragle, Inc., of North Richland Hills, Texas, in an amount not to exceed \$4,438,591.15, for the 210 calendar day term of the Contract.			
Description <ul style="list-style-type: none"> • Award a Contract for Soil Slope Remediation - Landside Sites in support of the Airport. 			
Justification <ul style="list-style-type: none"> • The work of this Contract comprises of earth work to rehabilitate soil slopes at various locations outside the Air Operations Area (AOA) and along International Parkway. Project will also include erosion repairs at numerous bridge locations outside the AOA. • The slopes are part of an embankment that supports a public road or an aircraft route. • As a result of the project, the soil slopes' integrity will be restored. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE Program is 31%. • In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 20%. • Ragle, Inc. has committed to achieving 20.2% M/WBE participation utilizing Southwestern Testing Laboratories, LLC DBA STL Engineers (HF-C: 1.3 %) and C. Green Scaping (HF-C: 18.9%). 			
Schedule/Term <ul style="list-style-type: none"> • Start Date: March 2022 • Contract Duration: 210 calendar days 			
Contract # 9500773	Agreement #	Purchase Order #	Action Amount NTE \$4,438,591.15
			Revised Amount \$0
For Information contact Tammy Huddleston 3-6132 Troy Fox 3-1725	Fund Joint Capital Acct Joint Capital Acct	Project # 26878-01 26878-02	External Funding Source Amount \$3,994,732.03 \$443,859.12

Additional Information

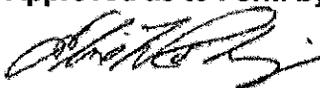
- Four Bids, including one from an M/WBE firm, were received on or before the due date to December 29, 2021.
- Bid Tabulation attached
- The Bid submitted by Texas Standard Construction, LTD, of Dallas, Texas, was determined non-responsive as the submission did not meet the specifications outlined in the Airport's solicitation.
- Ragle, Inc., of North Richland Hills, Texas, is the lowest responsive, responsible Bidder.

Additional Attachments: **Y**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

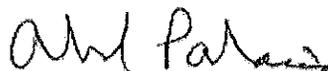
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500773, for Soil Slopes Remediation - Landside Sites, with Ragle, Inc., of North Richland Hills, Texas, in an amount not to exceed \$4,438,591.15, for the 210 calendar day term of the Contract.

Approved as to Form by



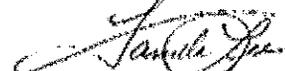
Rodriguez, Elaine
Legal Counsel
Jan 20, 2022 10:04 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Jan 20, 2022 1:08 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Jan 19, 2022 8:45 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Jan 19, 2022 8:52 am

Chief Executive Officer

Pending

Date

Contract No. 9500773
Soil Slope Remediation – Landside Sites
Bid Tabulation

Bidders	Bid Amount
Ragle, Inc. North Richland Hills, Texas	\$4,438,591.15
North Texas Contracting Fort Worth, Texas	\$5,409,157.00
Gilbert May, Inc. dba Phillips/May Corporation ^{N1} Dallas, Texas	\$5,853,333.00
Note: <ol style="list-style-type: none">1. MBE certified through the North Central Texas Regional Certification Agency2. The bid price variances are attributed to differences in excavation, drainage and fill material cost.	

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Terminal D Sanitary Sewer Lift Stations	Resolution #
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 9500749, for Terminal D Sanitary Sewer Lift Stations, with Real Network Services, Inc., of Dallas, Texas, in an amount not to exceed \$2,355,817.00, for the 250 calendar day term of the Contract.			
Description <ul style="list-style-type: none"> • Award a Contract for Terminal D Sanitary Sewer Lift Stations in support of the Airport. 			
Justification <ul style="list-style-type: none"> • This project will replace seven lift stations including pumps, pump controllers, electrical branch circuits, mechanical ventilation improvements, and connections to building automation system within Terminal D. • Each station has two submersible duplex pumps inside a wet sewer pit. Two pumps are primary and the remaining five are secondary. The pumps have exhausted their usable life and require replacement. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE Program is 31%. • In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 16%. • Real Network Services, Inc., a certified Minority Business Enterprise (HM-C), has committed to achieving 50.37% through self-performance. 			
Schedule/Term <ul style="list-style-type: none"> • Start Date: March 2022 • Contract Duration: 250 calendar days 			
Contract # 9500749	Agreement #	Purchase Order #	Action Amount NTE \$2,355,817.00
			Revised Amount \$0
For Information contact Tammy Huddleston 3-6132 Cynthia Don 3-1867	Fund Joint Capital Acct	Project # 26900-01	External Funding Source Amount \$2,355,817.00

Additional Information

- One Bid, from an M/WBE firm, was received on or before the due date of December 8, 2021.
- Real Network Services, Inc., of Dallas, Texas, is the lowest responsive, responsible Bidder.

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

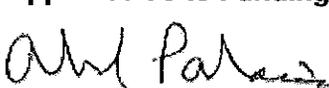
That the Chief Executive Officer or designee be authorized to execute Contract No. 9500749, for Terminal D Sanitary Sewer Lift Stations, with Real Network Services, Inc., of Dallas, Texas, in an amount not to exceed \$2,355,817.00, for the 250 calendar day term of the Contract.

Approved as to Form by



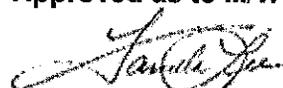
Rodriguez, Elaine
Legal Counsel
Jan 20, 2022 9:04 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Jan 20, 2022 1:07 pm

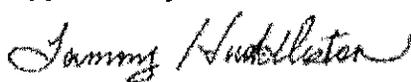
Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Jan 19, 2022 8:45 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Jan 19, 2022 8:51 am

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Program Management/Construction Management Services - Civil Airside			Resolution #
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 8500398, for Program Management/Construction Management Services Civil Airside, with Airfield Management Partners, of Dallas, Texas, in an amount not to exceed \$30,000,000.00, for the five-year term of the Contract.					
Description <ul style="list-style-type: none"> • Award a Contract for Program Management/Construction Management Services in support of the Airport's Design, Code and Construction Department. Justification <ul style="list-style-type: none"> • This Contract provides continuation of program and construction management services authorized and procured by means of individual Delivery Orders. • In addition, Contract supplements the Airport's Design, Code and Construction Department for program and construction management and program integration office services. • Services are being authorized and funded on an as-needed basis by the issuance of adequately defined subsequent Delivery Orders. • The indefinite delivery order approach allows the Airport to rapidly respond to management needs. 					
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE Program is 31%. • In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 30%. • Airfield Management Partners Joint Venture, is comprised of AECOM Technical Services, Inc. (75%) and H.J. Russell and Company, Inc. (BM-C: 25%). • Airfield Management Partners Joint Venture committed to achieving 46 % M/WBE participation including 25% self-performance by MBE JV Partner H.J. Russell and Company, Inc. (BM-C), CARCON Industries & Construction, LLC (HF-C: 13%), VRX, Inc. (WF-C, 4%), Geometrics Engineering, PS, Inc. (IM-C 3%), and Foster CM Group, Inc. (BM-C: 1%). 					
Schedule/Term <ul style="list-style-type: none"> • Start Date: March 2022 • Contract Duration: Five years 					
Contract # 8500398	Agreement #	Purchase Order #	Action Amount NTE \$30,000,000.00	Revised Amount \$0	
For Information contact Tammy Huddleston 3-6132 Patrick Karlovitz 3-2005		Fund Various	Project #	External Funding Source	Amount \$30,000,000.00

Additional Information

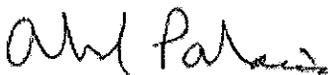
- Two Statements of Qualifications, none from M/WBE firms, were received on or before the due date of October 29, 2021:
 - ◆ Airfield Management Partners, of Dallas, Texas
 - ◆ Jacobs/CMTS Joint Venture, of Dallas, Texas
- Based on the evaluation of the qualification documents and interviews, the selection committee recommends award of the Contract to Airfield Management Partners of Dallas, Texas.

Additional Attachments: **N****BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

That the Chief Executive Officer or designee be authorized to execute Contract No. 8500398, for Program Management/Construction Management Services Civil Airside, with Airfield Management Partners, of Dallas, Texas, in an amount not to exceed \$30,000,000.00, for the five-year term of the Contract.

Approved as to Form by


Rodriguez, Elaine
Legal Counsel
Jan 20, 2022 10:09 am

Approved as to Funding by


Palacios, Abel
Vice President Finance
Finance
Jan 20, 2022 1:09 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Jan 19, 2022 8:46 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Jan 19, 2022 4:10 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Airport Planning Services	Resolution #
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 8500399, for Airport Planning Services, with Airport Transformation Collaborative, of Dallas, Texas, in an amount not to exceed \$25,000,000.00, for the five year term of the Contract.			
Description <ul style="list-style-type: none"> • Award a Contract for Airport Planning Services in support of the Airport's Planning Department. 			
Justification <ul style="list-style-type: none"> • This Contract will provide Airport Planning Services on an as-needed basis to support the Airport's Planning Department. • Planning services included in the Contract will include, but are not limited to: <ul style="list-style-type: none"> ◆ Simulation modeling ◆ Assessments ◆ Identification of new technologies ◆ Capital Improvement Plan development • Additionally, the Contract will provide bandwidth for the full support services provided to all other Airport Departments. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE Program is 31%. • In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 20%. • Airport Transformation Collaborative Joint Venture is comprised of Landrum & Brown, Inc. (65%), GSR Andrade Architects, Inc. (HM-C: 25%), Centurion Planning & Design, LLC (WF-C:10%). • Airport Transformation Collaborative Joint Venture committed to achieving 27.5% M/WBE participation including 10% self-performance by MBE JV Partner GSR Andrade Architects, Inc. (HM-C) and 8% self-performance by WBE JV Partner Centurion Planning & Design, LLC (WF-C), Campos Engineering, Inc. (HM-C: 2%), Dikita Enterprises, Inc. DBA Dikita Engineering (BM-C: 0.5%), Komatsu/ Rangel Inc. DBA Komatsu Architecture (PM-C: 1%), RoVolus, LLC (HF-C: 0.5%), Shenoy Analytics (PM-C: 0.5%), Sunland Group, Inc. (WF-C: 2%), TransSolutions, LLC (WF-C: 1%) and Urban Engineers Group, Inc. (HF-C: 2%). 			
Schedule/Term <ul style="list-style-type: none"> • Start Date: March 2022 • Contract Duration: Five years 			
Contract # 8500399	Agreement #	Purchase Order #	Action Amount NTE \$25,000,000.00
			Revised Amount \$0
For Information contact Smitha Radhakrishnan 3-4646 Cynthia Don 3-1867	Fund Various	Project #	External Funding Source Amount \$25,000,000.00

Additional Information

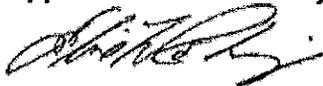
- Three Statements of Qualification, including one from an M/WBE firm, were received on or before the due date to November 30, 2021.
- SOQ's were received from the following firms:
 - ◆ Airport Transformation Collaborative, of Dallas, Texas
 - ◆ DY Consultants, of New York, New York
 - ◆ Ricondo of Irving, Texas
- Based on the evaluation of the qualification documents and interviews, the selection committee recommends award of the Contract to Airport Transformation Collaborative of Dallas, Texas.

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 8500399, for Airport Planning Services, with Airport Transformation Collaborative, of Dallas, Texas, in an amount not to exceed \$25,000,000.00, for the five year term of the Contract.

Approved as to Form by



Rodriguez, Elaine
 Legal Counsel
 Jan 20, 2022 10:10 am

Approved as to Funding by



Palacios, Abel
 Vice President Finance
 Finance
 Jan 20, 2022 1:09 pm

Approved as to M/WBE by



Burks Lee, Tamela
 Vice President Business Diversity
 and Development
 Business Diversity and
 Development
 Jan 19, 2022 9:06 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
 Planning
 Jan 19, 2022 11:55 am

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

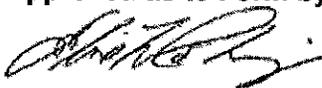
Date 03/03/2022	Committee Operations	Subject Purchase New CNG Passenger Buses	Resolution #
Action That the Chief Executive Officer or designee be authorized to execute Purchase No. 278471, for CNG Passenger Buses, to Creative Bus Sales, Inc., of Irving, Texas, in the amount of \$2,130,824.00.			
Description <ul style="list-style-type: none"> • Purchase four new CNG Passenger Buses in support of the Airport's Energy, Transportation & Asset Management Department. 			
Justification <ul style="list-style-type: none"> • These buses will provide continuous transportation for customers from the Terminals to the Rental Car Center, with return service. • These vehicles will support two of the Airport's Goals and Initiatives: improved air quality through reduced emissions and outstanding customer service. • Vehicles selected for replacement have met the criteria established in the Airport's Fleet Vehicle Policy and Procedures (accumulated mileage, conditions, life cycle costs, etc.) and are assessed for replacement by the Vehicle Maintenance Shops. • Replaced vehicles will be declared surplus and sold at public auction. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE Program is 31% • N/A - Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Goods/Finished products). 			
Schedule/Term <ul style="list-style-type: none"> • Purchase Date: March 2022 • Delivery Date: December 2022 			
Contract #	Agreement #	Purchase Order #	Action Amount
		278471	\$2,130,824.00
			\$0
For Information contact	Fund	Project #	External Funding Source
Robert Rodriguez 3-4740 Melissa Turner 3-5632	PFIC-Rental Car	26809-01	\$2,130,824.00

Additional Information

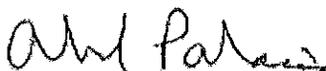
- Two Bids, none from M/WBE firms, were received on or before the due date of January 4, 2022.
- The Bid submitted by New Flyer of America, Inc., of St. Cloud, Minnesota, was determined non-responsive as the submission did not meet the specifications outlined in the Airport's solicitation.
- Creative Bus Sales, Inc., of Irving, Texas, is the lowest responsive, responsible Bidder.

Additional Attachments: **N****BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

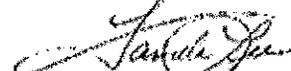
That the Chief Executive Officer or designee be authorized to execute Purchase No. 278471, for CNG Passenger Buses, to Creative Bus Sales, Inc., of Irving, Texas, in the amount of \$2,130,824.00.

Approved as to Form by


Rodriguez, Elaine
Legal Counsel
Jan 20, 2022 10:11 am

Approved as to Funding by


Palacios, Abel
Vice President Finance
Finance
Jan 20, 2022 1:09 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Jan 19, 2022 9:07 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Energy & Transportation Mgmt
Jan 19, 2022 1:49 pm

Pending

Chief Executive Officer

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Automated Access Control Badges	Resolution #
---------------------------	--------------------------------	---	---------------------

Action

That the Chief Executive Officer or designee be authorized to execute Contract No. 7007169, for Automated Access Control Badges, with IRIS Ltd., Inc., of Fleetwood, Pennsylvania, in an amount not to exceed \$71,200.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

Description

- Award a Contract for Automated Access Control Badges in support of the Airport's Department of Public Safety.

Justification

- Replaces an existing Contract that has been in place for five years.
- This Contract provides for the purchase of badge cards for authorized users to gain entry into the Airport's secure areas.

D/S/M/WBE Information

- The annual goal for the M/WBE program is 31%.
- NA - Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Goods/Finished products.)

Schedule/Term

- Start Date: March 2022
- Contract Term: One year, with four one-year renewal options

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
7007169			NTE \$71,200.00	\$0

For Information contact	Fund	Project #	External Funding Source	Amount
Jon Taylor 3-3530 Pamela Cruz 3-5819	Operating Fund			\$71,200.00

Additional Information

- Five Bids, including two from M/WBE firms, were received on or before the due date of January 24, 2022.
- Bid Tabulation attached
- IRIS Ltd., Inc., of Fleetwood, Pennsylvania, is the lowest responsive, responsible Bidder and is the incumbent.
- Projected total of Contract including all renewals, if approved, is \$356,000.00.

Additional Attachments: Y

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 7007169, for Automated Access Control Badges, with IRIS Ltd., Inc., of Fleetwood, Pennsylvania, in an amount not to exceed \$71,200.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

Approved as to Form by



Rodriguez, Elaine
 Legal Counsel
 Feb 17, 2022 8:01 am

Approved as to Funding by



Palacios, Abel
 Vice President Finance
 Finance
 Feb 16, 2022 3:53 pm

Approved as to M/WBE by



Burks Lee, Tamela
 Vice President Business Diversity
 and Development
 Business Diversity and
 Development
 Feb 17, 2022 11:06 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
 Public Safety
 Feb 16, 2022 12:58 pm

Pending

 Chief Executive Officer

Date

Contract No. 7007169
Automated Access Control Badges
Bid Tabulation

Bidders	Bid Amount
IRIS Ltd., Inc. Fleetwood, Pennsylvania	\$71,200.00
IdentiSys, Inc. Eden Prairie, Minnesota	\$73,200.00
Sandia International, Inc. ^{N1} Grand Prairie, Texas	\$95,500.00
Precision Dynamics Corporation Valencia, California	\$96,500.00
EPS Logix, Inc. ^{N1} Dallas, Texas	\$118,800.00
Note: 1. MBE certified through the North Central Texas Regional Certification Agency	

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

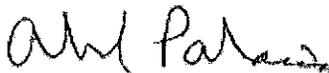
Date 03/03/2022	Committee Operations	Subject Delegation of Authority to Determine Alternate Contracting Method - 19th Street Cargo Development	Resolution #
Action That the Chief Executive Officer or designee be authorized to procure design/build services necessary for the 19th Street Cargo Development using a method authorized under Chapter 2269, Section B of the Texas Government Code, to determine a solicitation method, other than competitive bidding, that provides the best value for the Airport.			
Description <ul style="list-style-type: none"> • Delegates authority to the CEO or designee to determine which solicitation method, other than competitive bidding, provides the best value for the Airport and to procure services necessary for the 19th Street Cargo Development. 			
Justification <ul style="list-style-type: none"> • The 19th Street Cargo Development will expand the capabilities of the Airport to handle increased cargo tonnage through a new, right-sized facility and to accommodate additional cargo aircraft ramp parking positions. • Chapter 2269, Subchapter B of the Texas Government Code authorizes the Board to consider procuring a construction Contract using a method, other than competitive bidding, that is available under the statute and provides a better value. • The law also allows the Board to delegate its authority by providing notice of the delegation, the limits of the delegation, and the name or title of each person who the delegation is made. This action is intended to satisfy those notice requirements. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The applicable Business Diversity Program and contract-specific goal will be determined prior to advertising. 			
Contract #	Agreement #	Purchase Order #	Action Amount \$0
			Revised Amount \$0
For Information contact Tammy Huddleston 3-6132 Scioscia Flowers 3-1744	Fund	Project #	External Funding Source Amount \$0

Additional InformationAdditional Attachments: **N****BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

That the Chief Executive Officer or designee be authorized to procure design/build services necessary for the 19th Street Cargo Development using a method authorized under Chapter 2269, Section B of the Texas Government Code, to determine a solicitation method, other than competitive bidding, that provides the best value for the Airport.

Approved as to Form by


Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:01 am

Approved as to Funding by


Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:53 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:07 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Feb 16, 2022 7:51 am

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Overhead Vertical Height Clearance Sign Enhancements	Resolution #
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 9500765, for Overhead Vertical Height Clearance Sign Enhancements, with Synergy Signs & Services, LLC, of Fort Worth, Texas, in an amount not to exceed \$546,100.00, for the 300 calendar day term of the Contract.			
Description <ul style="list-style-type: none"> • Award a Contract for Overhead Vertical Height Clearance Sign Enhancements in support of the Airport. 			
Justification <ul style="list-style-type: none"> • The overall project scope includes the removal and installation of overhead clearance signage, garage warning signage, directional and general notification for height clearance signage for the main entrance into the Airport proper along International Parkway and each individual terminal garage entry location. • This project will also include installation of new overhead vertical height clearance warning signs and clearance bars in areas that are deemed necessary. All signage to be in accordance with the Texas Manual Uniform Traffic Control Devices (TMUTCD) standards. • Signage improvements will consolidate signage and provide clarity about height clearances and help minimize damage to the parking structure and vehicles. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE Program is 31%. • In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 40%. • Synergy Signs & Services, LLC has committed to achieving 40% M/WBE participation utilizing Tito's Manufacturing (HM-C: 40%) 			
Schedule/Term <ul style="list-style-type: none"> • Start Date: March 2022 • Contract Duration: 300 calendar days 			
Contract # 9500765	Agreement #	Purchase Order #	Action Amount NTE \$546,100.00
			Revised Amount \$0
For Information contact Tammy Huddleston 3-6132 Theresa Roberson 3-1991	Fund DFW Capital Acct	Project # 26883-01	External Funding Source Amount \$546,100.00

Additional Information

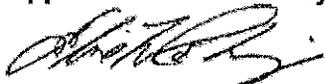
- One Bid, not from an M/WBE firm, was received on or before the due date to January 7, 2022.
- Synergy Signs & Services, LLC, of Fort Worth, Texas, is the lowest responsive, responsible Bidder.

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500765, for Overhead Vertical Height Clearance Sign Enhancements, with Synergy Signs & Services, LLC, of Fort Worth, Texas, in an amount not to exceed \$546,100.00, for the 300 calendar day term of the Contract.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:01 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:53 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:07 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Feb 16, 2022 7:48 am

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Air Operations Area Gate Replacement Phase 2	Resolution #
Action That the Chief Executive or designee be authorized to execute Contract No. 9500770 for Air Operations Area Gate Replacement Phase 2, with EAS Contracting, LP, of Princeton, Texas, in an amount not to exceed \$2,373,869.00, for the 440 calendar day term of the Contract.			
Description <ul style="list-style-type: none"> • Award a Contract for Air Operations Area (AOA) Gate Replacement Phase 2 in support of the Airport. 			
Justification <ul style="list-style-type: none"> • This project is a continuation of the previous AOA Gate Replacement project. • The existing gate controllers require replacement. • The existing AOA Gates and grab nets or wedge barriers will be demolished along with the existing gate controllers. • New sliding gates on v-tracks and crash barrier arms will be installed that are more reliable and maintainable. • This project will also provide for a new controller system and associated infrastructure as required at each gate location. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE Program is 31%. • In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 20%. • EAS Contracting, LP (BM-C) has committed to achieving 41.02% M/WBE participation, including 38.46% self-performance and 2.56% subcontracting participation utilizing Terradyne Engineering, Inc. (IM-C). 			
Schedule/Term <ul style="list-style-type: none"> • Start Date: March 2022 • Contract Duration: 440 calendar days 			
Contract # 9500770	Agreement #	Purchase Order #	Action Amount NTE \$2,373,869.00
			Revised Amount \$0
For Information contact Tammy Huddleston 3-6132 Scioscia Flowers 3-1744	Fund DFW Capital Acct	Project # 26687-01	External Funding Source Amount \$2,373,869.00

Additional Information

- Five Bids, including four M/WBE firms, were received on or before the due date of January 14, 2022.
- Bid Tabulation attached
- EAS Contracting, LP, of Princeton, Texas, is the lowest responsive, responsible Bidder.

Additional Attachments: **Y**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

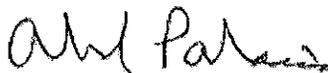
That the Chief Executive or designee be authorized to execute Contract No. 9500770 for Air Operations Area Gate Replacement Phase 2, with EAS Contracting, LP, of Princeton, Texas, in an amount not to exceed \$2,373,869.00, for the 440 calendar day term of the Contract.

Approved as to Form by



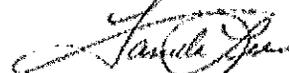
Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:02 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:54 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:07 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Feb 16, 2022 7:49 am

Chief Executive Officer

Pending

Date

Contract No. 9500770
Air Operations Area Gate Replacement Phase 2
Bid Tabulation

Bidders	Bid Amount
EAS Contracting, LP ^{N1} Princeton, Texas	\$2,373,869.00
Gilbert May, Inc. dba Phillips/May Corporation ^{N1}	\$2,403,333.00
Nu-Way Construction LLC ^{N1} Flower Mound, Texas	\$2,526,108.66
Azteca Enterprises, Inc. ^{N1} Dallas, Texas	\$2,675,607.98
Skye Building Services Farmers Branch, Texas	\$2,912,038.48
Note: 1. MBE certified through the North Central Texas Regional Certification Agency	

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Runway 18R-36L Rehabilitation	Resolution #
---------------------------	--------------------------------	---	---------------------

Action
That the Airport Board ratify the increase to Contract No. 9500698, for Runway 18R-36L Rehabilitation, with Austin Bridge & Road, LP, of Irving, Texas, in an amount not to exceed \$3,503,000.00, for a revised not to exceed Contract amount of \$125,473,673.37.

Description

- Ratify the increase to the Contract for Runway 18R-36L Rehabilitation in support of the Airport.

Justification

- Final quantity adjustments to reflect actual quantities installed, resulting in an increase to the contract.
- Acceleration of the contract to recover lost time due to multiple factors resulting in an increase to the contract.
- Some of the measures taken included procuring infield mats; pavement dryer; additional equipment for epoxy application for in-pavement light fixtures installation; and, sod from outside vendors; authorizing standby time during inclement weather; bringing additional electrical manpower; Sunday work; pavement section modifications to expedite construction; and, additional mobilizations for pavement marking subcontractor.
- The directives resulted in recovering delays and opening the runway 21 days ahead of schedule.
- This Board Action closes out the Contract for a final savings from initial award of \$4,914,538.09.

D/S/M/WBE Information

- The annual goal for the historical MBE Program is 25%.
- In accordance with the Board's historical MBE Program, the MBE goal for this contract is 20%.
- Austin Bridge & Road, LP committed to 20% MBE participation and is currently achieving 22.38%.
- Austin Bridge & Road, LP committed to achieving the original 20% MBE commitment inclusive of this Board Action.

Schedule/Term

- The current Contract Term is not affected by this action.

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
9500698			NTE \$3,503,000.00	\$125,473,673.37

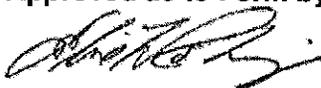
For Information contact	Fund	Project #	External Funding Source	Amount
Tammy Huddleston 3-6132	Joint Capital Acct	26757-01		\$2,219,611.44
Scioscia Flowers 3-1744	Joint Capital Acct	26582-02		\$1,283,388.56

Additional Information

- On August 5, 2021, by Resolution No. 2021-08-135, the Board increased and extended Contract No. 9500698, for Runway 18R-36L Rehabilitation, with Austin Bridge & Road, LP, of Irving, Texas.
- On August 6, 2020, by Resolution No. 2020-08-135, the Board executed a deductive Change Order to Contract No. 9500698, for Runway 18R-36L Rehabilitation, with Austin Bridge & Road, LP, of Irving, Texas.
- On January 9, 2020, by Resolution No. 2020-01-004, the Board awarded Contract No. 9500698, for Runway 18R-36L Rehabilitation, with Austin Bridge & Road, LP, of Irving, Texas.

Additional Attachments: **N****BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

That the Airport Board ratify the increase to Contract No. 9500698, for Runway 18R-36L Rehabilitation, with Austin Bridge & Road, LP, of Irving, Texas, in an amount not to exceed \$3,503,000.00, for a revised not to exceed Contract amount of \$125,473,673.37.

Approved as to Form by


Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:03 am

Approved as to Funding by


Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:54 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:08 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Feb 16, 2022 7:50 am

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Rehabilitate Runway 17L-35R Storm Drain Pipes	Resolution #
---------------------------	--------------------------------	---	---------------------

Action

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500775, for Rehabilitate Runway 17L-35R Storm Drain Pipes, with Ragle, Inc., of North Richland Hills, Texas, in an amount not to exceed \$15,441,978.10, for the 330 calendar day term of the Contract.

Description

- Award a Contract for Rehabilitate Runway 17L-35R Storm Drain Pipes in support of the Airport.

Justification

- This project will consist of installing cast concrete pipe lining in areas where existing storm drain pipes need replacement due to soil erosion.
- Construction work will occur in the Airport's Operations Area and will predominantly be performed at night.
- This project preserves the storm drainage system and extends its service life.

D/S/M/WBE Information

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 10%.
- Ragle, Inc. has committed to achieving 10.99% M/WBE participation utilizing IMT Construction, LLC (HF-C: 10.15%) and Southwestern Testing Laboratories, LLC DBA STL Engineers (HF-C: .84%).

Schedule/Term

- Start Date: April 2022
- Contract Duration: 330 calendar days

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
9500775			NTE \$15,441,978.10	\$0

For Information contact	Fund	Project #	External Funding Source	Amount
Tammy Huddleston 3-6132 Patrick Karlovitz 3-2005	Joint Capital Acct	26864-01		\$15,441,978.10

Additional Information

- Three Bids, none from M/WBE firms, were received on or before the due date to January 27, 2022.
- Bid Tabulation attached
- Ragle, Inc., of North Richland Hills, Texas, is the lowest responsive, responsible Bidder.

Additional Attachments: Y

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 9500775, for Rehabilitate Runway 17L-35R Storm Drain Pipes, with Ragle, Inc., of North Richland Hills, Texas, in an amount not to exceed \$15,441,978.10, for the 330 calendar day term of the Contract.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:03 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:54 pm

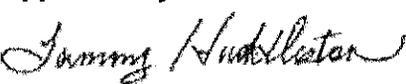
Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:08 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Feb 16, 2022 7:51 am

Chief Executive Officer

Pending

Date

Contract No. 9500775
Rehabilitate Runway 17L-35R Storm Drain Pipes
Bid Tabulation

Bidders	Bid Amount
Ragle, Inc. North Richland Hills, Texas	\$15,441,978.10
Austin Bridge & Road Irving, Texas	\$21,128,886.65
Granite Construction Company ^{N1} Lewisville, Texas	\$22,700,000.00
Note: 1. The bid price variance is attributed to the related cost and installation of centrifugally cast concrete pipe, high-performance polypropylene pipe, inlets and manholes	

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Skylink Automatic Train Control Replacement	Resolution #
Action That the Airport Board ratify the execution of a deductive Change Order to Contract No. 7006752, for Skylink Automatic Train Control Replacement, with Alstom Group of Pittsburgh, Pennsylvania, in a deductive amount not less than (\$600,000.00), for a revised not to exceed amount of \$33,398,000.00.			
Description <ul style="list-style-type: none"> • Ratify the decrease to the Contract value for Skylink Automatic Train Control (ATC) Replacement in support of Airport's Energy Transportation & Asset Management Department. 			
Justification <ul style="list-style-type: none"> • The ATC system is the programming used to control the dynamic movement of the Skylink trains. • The deduction is a result of schedule impacts to the project. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the historical SBE Program is 20%. • N/A - Not subject to a goal per the Board's historical SBE Policy due to the nature of the procurement. (Government Code Exemption) • Alstom Group committed to achieving 3% SBE participation on this contract and is currently achieving 5%. • Board Action not subject to the goal due to the nature of the procurement. (Deductive Change Order) 			
Schedule/Term <ul style="list-style-type: none"> • The Contract term will be extended by 349 calendar days. 			
Contract # 7006752	Agreement #	Purchase Order #	Action Amount NLT (\$600,000.00)
			Revised Amount \$33,398,000.00
For Information contact Robert Rodriguez 3-1783 Scioscia Flowers 3-1744	Fund Joint Capital Acct	Project # 26763-01	External Funding Source Amount (\$600,000.00)

Additional Information

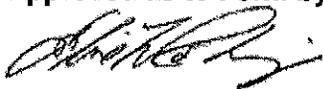
- On April 11, 2019, by Resolution No. 2019-04-075; the Board awarded Contract No. 7006752, for Skylink Automatic Train Control Replacement, with Bombardier Transportation (Holdings) USA Inc., of Pittsburgh, Pennsylvania.

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Airport Board ratify the execution of a deductive Change Order to Contract No. 7006752, for Skylink Automatic Train Control Replacement, with Alstom Group of Pittsburgh, Pennsylvania, in a deductive amount not less than (\$600,000.00), for a revised not to exceed amount of \$33,398,000.00.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:03 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:55 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:08 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head
Energy & Transportation Mgmt
Feb 16, 2022 2:32 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Joint Sealant Material	Resolution #
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 7007177, for Joint Sealant Material with The Willamette Valley Company LLC of Eugene, Oregon, in an amount not to exceed \$481,450.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.			
Description <ul style="list-style-type: none"> • Award a Contract for Joint Sealant Material in support of the Airport's Energy, Transportation & Asset Management Department. 			
Justification <ul style="list-style-type: none"> • Replaces an existing contract that has been in place for five years. • This Contract is to supply Joint Sealant Material for the Airport's Pavements, Grounds and Markings department to use for the repair of pavement and runways throughout the Airport. • This material will seal cracks in concrete reducing water penetration which causes corrosion of re-bar, soil erosion and freeze/thaw damage, and extend the life of the pavement. • This material will be used to seal structural expansion joints. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE Program is 31%. • N/A - Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Goods/Finished products) 			
Schedule/Term <ul style="list-style-type: none"> • Start Date: April 2022 • Contract Term: One year, with four one-year renewal options 			
Contract # 7007177	Agreement #	Purchase Order #	Action Amount NTE \$481,450.00
			Revised Amount \$0
For Information contact Robert Rodriguez 3-1783 Julian Cano 3-5076	Fund Operating Fund	Project #	External Funding Source Amount \$481,450.00

Additional Information

- Two Bids, none from M/WBE firms, were received on or before the due date of January 28, 2022.
- The bid submitted by Novasol, Inc., dba TuffTex Materials, of Austin, Texas, was determined non-responsive as the submission did not meet the specifications outlined in the Airport's solicitation.
- The Willamette Valley Company LLC of Eugene, Oregon, is the lowest responsive, responsible Bidder and is the incumbent.
- Projected total of the Contract including all renewals, if approved, is \$2,407,250.00.

Additional Attachments: N

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

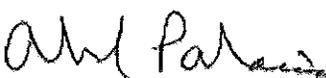
That the Chief Executive Officer or designee be authorized to execute Contract No. 7007177, for Joint Sealant Material with The Willamette Valley Company LLC of Eugene, Oregon, in an amount not to exceed \$481,450.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

Approved as to Form by



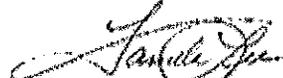
Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:04 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:55 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:09 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head
Energy & Transportation Mgmt
Feb 16, 2022 2:33 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Supply of Herbicides	Resolution #
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 7007178, for the supply of Herbicides, with Harrell's LLC, of Lakeland, Florida, in an amount not to exceed \$736,607.38, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.			
Description <ul style="list-style-type: none"> • Award a Contract for the supply of Herbicides in support of the Airport's Energy, Transportation & Asset Management Department. Justification <ul style="list-style-type: none"> • Replaces an existing Contract that has been in place for five years. • This Contract will provide herbicide for the Airport's Grounds department for the control of weeds, principally on the airfield. • The herbicides target specific plants on or near the airfield that have been identified as seed producing. These seed producing plants attract birds increasing the risk of bird strikes. • The application of herbicides also reduces the frequency of weed eating and mowing, resulting in labor savings. • Asset Management in consultation with Environmental Affairs will ensure compliance with all environmental laws. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE program is 31%. • NA - Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Goods/Finished products.) 			
Schedule/Term <ul style="list-style-type: none"> • Start Date: April 2022 • Contract Term: One year, with four one-year renewal options 			
Contract # 7007178	Agreement #	Purchase Order #	Action Amount NTE \$736,607.38
			Revised Amount \$0
For Information contact Robert Rodriguez 3-1783 Julian Cano 3-5076	Fund Operating Fund	Project #	External Funding Source Amount \$736,607.38

Additional Information

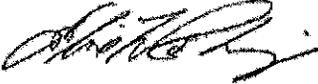
- One Bid, not from an M/WBE firm, was received on or before the due date of January 28, 2022.
- Harrell's LLC, of Lakeland, Florida, with local offices located in Carrollton, Texas, is the lowest responsive, responsible Bidder.
- Projected total of Contract including renewals, if approved, is \$3,683,036.90.

Additional Attachments: N

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute Contract No. 7007178, for the supply of Herbicides, with Harrell's LLC, of Lakeland, Florida, in an amount not to exceed \$736,607.38, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

Approved as to Form by



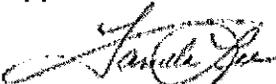
Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:04 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:58 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:09 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head
Energy & Transportation Mgmt
Feb 16, 2022 2:33 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Purchase of New Fleet Vehicles	Resolution #
Action That the Airport Board ratify the execution of Purchase No. 278470, for Fleet Vehicles, to Caldwell Country Chevrolet, of Caldwell, Texas, in the amount of \$3,133,581.03.			
Description <ul style="list-style-type: none"> • Ratify the purchase of New Fleet Vehicles in support of the Airport's Department of Public Safety. 			
Justification <ul style="list-style-type: none"> • This purchase of replacement vehicles is for the Airport's Department of Public Safety, for use in the performance of job functions. • Programmed replacement of Airport fleet vehicles that have met the criteria established in the Airport's Fleet Vehicle Policy and Procedures (accumulated mileage, condition, life cycle costs, etc.) and are assessed for replacement by the Vehicle Maintenance Shop. • All vehicles fully comply with the Airport's Clean Fleet Vehicle Policy. • Replaced vehicles will be declared surplus and sold at public auction. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE Program is 31%. • N/A - Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Interlocal Agreement) 			
Schedule/Term <ul style="list-style-type: none"> • Purchase Date: January 2022 • Delivery Date: December 2022 			
Contract #	Agreement #	Purchase Order #	Action Amount
		278470	\$3,133,581.03
			Revised Amount \$0
For Information contact	Fund	Project #	External Funding Source
Robert Rodriguez 3-4740	DFW Capital Acct	26925-01	\$2,554,644.03
Melissa Turner 3-5632	DFW Capital Acct	26682-02	\$578,937.00

Additional Information

- This purchase will be made through interlocal Agreements with, Texas Association of School Boards (BuyBoard), in accordance with Board Resolution No. 2006-08-246, dated August 3, 2006; and the Houston-Galveston Area Council (HGAC), in accordance with Board Resolution No. 1997-07-181, dated July 3, 1997.

Additional Attachments: N

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

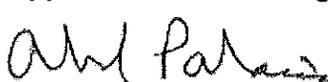
That the Airport Board ratify the execution of Purchase No. 278470, for Fleet Vehicles, to Caldwell Country Chevrolet, of Caldwell, Texas, in the amount of \$3,133,581.03.

Approved as to Form by



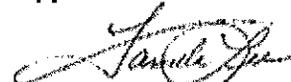
Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:04 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 3:58 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:09 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head
Energy & Transportation Mgmt
Feb 16, 2022 2:33 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Operations	Subject Indefinite Delivery of Retro-Commissioning and Infrastructure Condition Assessments	Resolution #
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 8500397, Indefinite Delivery of Retro-Commissioning and Infrastructure Condition Assessments, with MPO / Matador JV, of Grapevine, Texas, in an amount not to exceed \$5,000,000.00, for the five-year term of Contract.			
Description <ul style="list-style-type: none"> • Award a Contract for Indefinite Delivery of Retro Commissioning and Infrastructure Condition Assessment Services in support of the Airport's Energy, Transportation & Asset Management Department. 			
Justification <ul style="list-style-type: none"> • This Contract will provide professional engineering services to support the commissioning of existing facilities and/or infrastructure (retro-commissioning) as well as their periodic condition assessments for developing upgrades, renewals or replacement projects. • In support of effective management, operation, repair, and renewal of the Airport's infrastructure asset portfolio on a continuing basis. • Services are authorized and funded on an as-needed basis through individual Delivery Orders, which allows Airport staff to rapidly respond to program/project delivery requirements. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE Program is 31%. • In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 30%. • MPO Solutions/ Matador Engineering Joint Venture is comprised of MPO Solutions LLC (HF-C: 51%) and Matador Engineering, Inc. (HM-C: 49%). • MPO Solutions/ Matador Engineering Joint Venture committed to achieving 35% M/WBE participation utilizing Campos Engineering, Inc. (HM-C: 10%), Core Change Management Consulting, Inc. DBA Core CMCI (HF-C: 5%), Post L Group, LLC (BM-C, 10%) and Sambatek, Inc. (IM-C: 10%). 			
Schedule/Term <ul style="list-style-type: none"> • Start Date: March 2022 • Contract Duration: Five years 			
Contract # 8500397	Agreement #	Purchase Order #	Action Amount NTE \$5,000,000.00
			Revised Amount \$0
For Information contact Robert Rodriguez 3-1783 Kim Worley 3-1896	Fund Various	Project #	External Funding Source Amount \$5,000,000.00

Additional Information

- Five Statements of Qualifications, none from M/WBE firms, were received on or before the due date of December 3, 2021.
 - ◆ Burns & McDonnell Engineering Company, Inc., of Fort Worth, Texas
 - ◆ Command Commissioning, LLC, of Irving, Texas
 - ◆ MPO / Matador JV, of Grapevine, Texas
 - ◆ Sebesta, Inc. dba NV5, of Arlington, Texas
 - ◆ Woolpert, Inc., of Dayton, Ohio
- Based on evaluation of qualification documents and interviews, the selection committee recommends award of the Contract to MPO / Matador JV, of Grapevine, Texas.

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

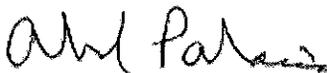
That the Chief Executive Officer or designee be authorized to execute Contract No. 8500397, Indefinite Delivery of Retro-Commissioning and Infrastructure Condition Assessments, with MPO / Matador JV, of Grapevine, Texas, in an amount not to exceed \$5,000,000.00, for the five-year term of Contract.

Approved as to Form by



Rodriguez, Elaine
 Legal Counsel
 Feb 17, 2022 8:05 am

Approved as to Funding by



Palacios, Abel
 Vice President Finance
 Finance
 Feb 16, 2022 3:59 pm

Approved as to M/WBE by



Burks Lee, Tamela
 Vice President Business Diversity
 and Development
 Business Diversity and
 Development
 Feb 17, 2022 11:09 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head
 Energy & Transportation Mgmt
 Feb 16, 2022 2:33 pm

Chief Executive Officer

Pending

 Date

**AGENDA
FINANCE/AUDIT COMMITTEE MEETING
Tuesday, March 1, 2022
1:00 p.m.**

FINANCE/AUDIT COMMITTEE

- 34. Approve Minutes of the Finance/Audit Committee Meeting of February 1, 2022.
- Abel Palacios 35. Financial Report.
- Aaron Muñoz 36. Fiscal Year 2021 External Audit Results – Deloitte.

Items 35 and 36 were approved at the February 1 Committee Meeting and will need Full Board approval at the March 3 Board Meeting, but do not need to be presented during the March Committee Meeting

- Bruce Collins 37. Approve authorization to exercise options for multi-year Contracts for the third quarter of Fiscal Year 2022
- Donnell Harvey 38. Approve execution of a Reimbursement Agreement with American Airlines, Inc. (AA) for the modernization of moving power walks and escalators that serve the Terminal E Satellite and associated work in an amount not to exceed \$14,320,642.60.

March Consent Item for Consideration

- Elaine Rodriguez 39. Approve an increase to Legal Services Contract No 8005115 with the firm Milby LLC, Dallas, Texas in an amount not to exceed \$100,000.00 for a revised contract not to exceed \$695,000.

March Action Items for Consideration

- Bruce Collins 40. Approve ratification of increases and extensions to Contract No. 8005350, Power Talk Training, with CM2 Group LLC dba The Bergerac Group, of Richardson, Texas, in an amount not to exceed \$53,730.00; Contract No. 7007023, Uniform Rental Services, with Unifirst Holdings, Inc., of Mesquite, Texas, in an amount not to exceed \$12,902.90; and Contract No. 7006743, Tire Repair and Parts Service for Large Vehicles and Heavy Equipment, with Blagg Tire Wholesale, of Grapevine, Texas, in an amount not to exceed \$5,100.00. Total amount of this action is \$71,732.90.

Approved at February Committee and revised to a ratification.

- 41. Approve authorization to execute interlocal agreements with the City of Dallas and the City of Fort Worth for an indefinite term in support of the best practices of the Procurement and Materials Management Department including collaborative, efficient centralized purchasing and contracting.

Catrina Gilbert

- 42. Approve ratification of the binding and procurement of an Insurance Policy for Excess Workers" Compensation Insurance with Midwest Employers Casualty Insurance Company in the amount of \$326,764.00 for the policy year effective March 1, 2022.

Approved at February Committee and revised to a ratification.

- 43. Approve ratification of the binding and procurement of an insurance policy for All-Risk Property Insurance, with American Home Assurance Company of New York, NY (AIG) as the primary insurance carrier in the total amount of \$9,961,099.00 for the policy period effective March 1, 2022.

Approved at February Committee and revised to a ratification.

Donnell Harvey

- 44. Approve ratification of the execution of the Dallas-Fort Worth Fuel Company, LLC's Request for Approval of Operator agreement approving their selection of Aircraft Service International, Inc. d/b/a Menzies Aviation as the Operator of the Fuel System.

- 45. Approve ratification of the execution a Reimbursement Agreement with American Airlines, Inc. (AA) for the design phase of the relocation of AA support space for the Terminal C renovations project in an amount not to exceed \$1,461,553.05.

Approved at February Committee and revised to a ratification.

- 46. Approve ratification of the execution of a Reimbursement Agreement with American Airlines, Inc. (AA) for the design phase of the baggage handling system installation and integration project for the Terminal A and C Expansion project in an amount not to exceed \$7,026,334.92.

Approved at February Committee and revised to a ratification.

James Mauldin

- 47. Approve the form of the Preliminary Official Statement, prepared in connection with the sale of the Dallas Fort Worth International Airport Joint Revenue Bonds issued under the 60th Supplemental Bond Ordinance and authorize the Authorized Officers to take any necessary actions in connection with the sale of the Bonds.

- 48. Approve the form of the Sixty-Third Supplemental Bond Ordinance and requesting its passage by the City Councils of Dallas and Fort Worth; and authorizing the Authorized Officers to take other necessary actions in connection therewith.
- 49. Approve the form of the Sixty-Fourth Supplemental Concurrent Bond Ordinance and requesting its passage by the City Councils of Dallas and Fort Worth; and authorizing the Authorized Officers to take other necessary actions in connection therewith.
- 50. Approve execution of Contract No. 8005466, for Oracle Cloud Services, with Oracle America, Inc, of Redwood Shores, California, in an amount not to exceed \$6,395,000.00 for the initial two-year term of the Contract, with options to renew annually.

Michael Youngs

Discussion Items

Tamela Lee

- 51. Monthly D/S/M/WBE Expenditure Report.

Bruce Collins

- 52. Purchase Orders/Contracts and Professional Services Contracts approved by authorized staff.

KPIs and Financial Report

Four months ending January 31, 2022 - Unaudited

Key Performance Indicator Scorecard

Four months ending January 31, 2022 – Unaudited

(\$ in millions)

Key Performance Indicator	Year-To-Date			Actuals vs. Budget Increase/(Decrease)	FY 2022 Annual Budget
	FY 2021 Actuals	FY 2022 Actuals	FY 2022 Budget		
DFWCC Total Revenues before FRP	\$78.3	\$132.3	\$115.4	\$16.9	\$370.5
Total Expenditure Budget	\$304.0	\$325.9	\$333.3	(\$7.4)	\$1,036.4
Application of Federal Relief Proceeds	\$31.3	\$13.0	\$37.5	(\$24.5)	\$112.4
Total Passengers (Ms)	13.8	22.6	20.3	2.3	67.2
Total Landed Weights (Bs)	11.7	15.1	14.2	0.9	44.6

Results Status Bar

■ Improved/Constant
■ Worse



DFW Cost Center

Four months ending January 31, 2022 - Unaudited

	Year-To-Date				FY 2022 Annual Budget
	FY 2021 Actuals	FY2022 Actuals	FY 2022 Budget	Actuals vs. Budget Increase/(Decrease)	
(in millions)					
Revenues					
1 Parking	\$23.4	\$54.9	\$43.3	\$11.6	26.7%
2 Concessions	17.1	31.2	30.1	1.1	3.6%
3 Rental Car	7.6	13.1	10.6	2.6	24.4%
Commercial Development	19.6	21.8	21.5	0.3	1.3%
4 Other Revenues	10.6	11.4	10.0	1.4	13.5%
Total Revenues before FRP	78.3	132.3	115.4	16.9	14.6%
DFW CC Expenditures					
Operating Expenditures	35.1	42.5	44.1	(1.6)	(3.7%)
Debt Service, net	20.4	16.5	17.7	(1.2)	(6.8%)
Total Expenditures	55.5	59.0	61.8	(2.8)	(4.6%)
Gross Margin - DFW Cost Center	22.8	73.3	53.6	19.7	36.7%
Less Transfers and Skylink					
DFW Terminal Contribution	0.9	0.9	0.9	0.0	0.0%
Skylink Costs	14.9	15.9	18.3	(2.4)	(13.1%)
Net Revenues before FRP	6.9	56.5	34.4	22.1	64.3%
Federal Relief Proceeds (FRP)	24.2	0.0	13.7	(13.7)	(100.0%)
Net Revenues	\$31.1	\$56.5	\$48.1	\$8.4	17.5%

Airfield and Terminal Cost Centers

Four months ending January 31, 2022 - Unaudited

	Year-To-Date				FY 2022 Annual Budget	
	FY 2021 Actuals	FY2022 Actuals	FY 2022 Budget	Actuals vs. Budget Increase/(Decrease)		
Revenues						
Landing Fees	\$25.9	\$33.7	\$31.7	\$2.0	6.2%	\$99.4
Other Airfield	4.0	4.9	3.9	1.0	26.3%	12.0
Transfer from DFW Cost Center	23.3	28.8	22.5	6.3	28.1%	67.5
Total Airfield Revenue	53.2	67.4	58.1	9.3	16.0%	178.8
Terminal Leases	110.6	108.0	107.8	0.2	0.1%	326.7
FIS Fees	3.5	6.9	4.9	1.9	39.6%	17.4
Turn Fees	3.7	6.9	6.4	0.5	7.5%	22.4
Other Terminal	5.3	8.0	6.9	1.1	15.6%	21.7
Total Terminal Revenues	123.2	129.7	126.0	3.7	2.9%	388.2
DFW Terminal Contributions	0.9	0.9	0.9	0.0	0.0%	2.8
Total Revenues before FRP	177.4	198.0	185.0	13.0	7.0%	569.9
Expenditures						
Operating Expenditures	103.1	114.9	117.9	(3.0)	(2.6%)	376.5
Debt Service, net	91.2	84.0	88.5	(4.5)	(5.1%)	264.6
Total Expenditures	194.3	198.9	206.4	(7.5)	(3.6%)	641.2
Net Income/(Loss) before FRP	(16.9)	(0.9)	(21.3)	20.5	(96.0%)	(71.3)
Federal Relief Proceeds (FRP)	7.1	13.0	23.8	(10.8)	(45.5%)	71.3
Net Income/(Loss)	(\$9.8)	\$12.1	\$2.4	\$9.7	399.5%	\$0.0

Operating Fund – Total Expenditures

Four months ending January 31, 2022 - Unaudited

(in millions)	Year-To-Date				FY 2022 Annual Budget	
	FY 2021	FY 2022	FY 2022	Actuals vs. Budget		
	Actuals	Actuals	Budget	Increase/(Decrease)		
Operating Expenditures						
Salaries and Wages	\$54.0	\$52.3	\$52.5	(\$0.2)	(0.3%)	\$164.9
Benefits	23.0	24.2	24.5	(0.3)	(1.4%)	72.6
Facility Maintenance Contracts 8	25.3	27.2	29.8	(2.6)	(8.7%)	104.6
Other Contract Services 9	29.2	34.9	37.5	(2.5)	(6.8%)	132.4
Utilities	8.4	9.4	9.2	0.3	2.7%	28.4
Equipment and Other Supplies	4.6	5.3	5.8	(0.6)	(9.7%)	21.0
Insurance	2.6	3.6	3.8	(0.3)	(7.1%)	12.1
Fuels	0.6	1.1	0.8	0.2	25.3%	2.6
General, Administrative, and Other 10	1.0	1.4	2.2	(0.8)	(37.3%)	15.7
Change in Operating Reserves	2.2	12.6	12.6	(0.0)	(0.0%)	12.6
Total Operating Expenditures	150.8	171.9	178.7	(6.8)	(3.8%)	566.9
Debt Service, gross	153.2	153.9	154.6	(0.6)	(0.4%)	469.5
Total Operating Fund Expenditures	\$304.0	\$325.9	\$333.3	(\$7.4)	(2.2%)	\$1,036.4

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Finance/Audit	Subject Contract Renewal List for the Third Quarter of Fiscal Year 2022	Resolution #
---------------------------	-----------------------------------	---	---------------------

Action
That the Chief Executive Officer or designee be authorized to exercise options for multi-year Contracts for the third quarter of Fiscal Year 2022.

Description

- Exercise Contract Options in the amounts set forth on the attached information sheet pending performance and D/S/M/WBE contractual compliance.

Justification

- 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.

D/S/M/WBE Information

- Contract renewal options are subject to D/S/M/WBE contract compliance as stated above.

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
			\$0	\$0

For Information contact	Fund	Project #	External Funding Source	Amount
Bruce Collins 3-5610				\$0

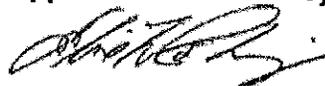
Additional Information

Additional Attachments: **Y**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to exercise options for multi-year Contracts for the third quarter of Fiscal Year 2022.

Approved as to Form by



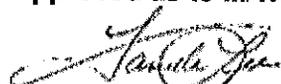
Rodriguez, Elaine
Legal Counsel
Jan 20, 2022 10:26 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Jan 20, 2022 1:10 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Jan 20, 2022 8:50 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Procurement & Materials Mgmt
Jan 19, 2022 1:48 pm

Chief Executive Officer

Pending
Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Finance/Audit	Subject Reimbursement Agreement with American Airlines, Inc. for Terminal E Satellite Conveyances Modernization	Resolution #
---------------------------	-----------------------------------	---	---------------------

Action

That the Chief Executive Officer or designee be authorized to execute a Reimbursement Agreement with American Airlines, Inc. (AA) for the modernization of moving power walks and escalators that serve the Terminal E Satellite and associated work in an amount not to exceed \$14,320,642.60.

Description

- DFW Signatory Airlines approved a Majority-In-Interest capital improvement requests for the modernization of the 4 moving power walks and 6 escalators (and associated work) that serve the Terminal E Satellite.
- Upon execution of a Reimbursement Agreement with American, DFW will agree to reimburse American (or its contractors) for the design, construction and installation costs incurred for the Terminal E Satellite Conveyances Modernization project.
- Costs will be recovered from the Airlines through future terminal rent.

Justification

- The average usable statistical life span of conveyance units and conveyance parts per the industry standard is 20 years.
- The moving power walks and escalators were installed in the Terminal E Satellite thirty-three years ago in 1988 and they have exceeded their usable life cycle.
- The moving power walks and escalators have required substantial maintenance and repair work to keep them operating.
- An analysis of maintenance work orders revealed technical evidence on significant breakdown and longer maintenance times.

D/S/M/WBE Information

- American Airlines has set a 31% M/WBE goal for the Terminal E Conveyances Modernization project. American Airlines has awarded the following:
- Construction (\$14,016,374.60) to Broaddus Construction. Broaddus Construction has committed to achieving 35.29% M/WBE participation; see attached list of subcontractors.
- Project Management (\$275,728.00) to R.M. Chin & Associates. R. M. Chin & Associates (APF-C) has committed to achieving 100% overall M/WBE participation through self-performance.
- Design Management (\$28,540.00) to Moody-Nolan, Inc. Moody-Nolan, Inc. (BM-C) has committed to achieving 100% overall M/WBE participation through self-performance.
- The 35.29% M/WBE committed participation excludes \$9.29 million in exempt/specified services and \$1.3 million in contingency. Any M/WBE participation achieved on the contingency amount will be credited towards the M/WBE commitment.

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
			NTE \$14,320,642.60	\$0
For Information contact	Fund	Project #	External Funding Source	Amount
Donnell Harvey 3-4640	Joint Capital Acct	26936-01		\$14,320,642.60

Additional Information

- The scope of this project includes:
 - ◆ Replacement of all operational components of the 4 moving power walks and 6 escalators.
 - ◆ Installation of new handrails which will result in a fully code compliant conveyance system.
 - ◆ Installation of new technology components to address all operational, reliability and safety device concerns.
- This project is contingent upon MII approval of a supplemental request to increase the Reimbursement Agreement not to exceed amount from \$10,178,300.00 to a revised not exceed amount of \$14,320,642.60. This increase is due to cost escalation and night work that was not fully realized in previous cost estimates.

Additional Attachments: **Y**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute a Reimbursement Agreement with American Airlines, Inc. (American) for the modernization of moving power walks and escalators that serve the Terminal E Satellite and associated work in an amount not to exceed \$14,320,642.60.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Jan 20, 2022 10:52 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Jan 20, 2022 1:29 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Jan 19, 2022 11:44 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Jan 19, 2022 11:38 am

Chief Executive Officer

Pending

Date

American Airlines Reimbursement Agreement
Terminal E Conveyances Modernization Project
Minority Subcontractor List

PRIME: Broaddus Construction
M/WBE Subcontractors

Post L Group, LLC	MBE	BM-C	22.69%
		Subtotal	22.69%
Denali Constructions Services, LP	WBE	WF-C	6.42%
		Subtotal	6.42%
Alman Construction Services, LP	MBE	HM-C	2.92%
Real Network Services, Inc.	MBE	HM-C	1.02%
Prodigy Design & Renovation, Inc.	MBE	HM-C	0.15%
		Subtotal	4.09%
DMCA, Inc.	WBE	HF-C	2.09%
		Subtotal	2.09%
		Total	35.29%
		Overall MWBE Total	35.29%

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Finance/Audit	Subject Increase to Legal Services Contract No. 8005115 with the firm of Milby, LLC	Resolution #
Action That the Chief Executive Officer or designee be authorized to increase Legal Services Contract No. 8005115 with the firm Milby LLC, Dallas, Texas in an amount not to exceed \$100,000.00 for a revised contract not to exceed \$695,000.00.			
Description <ul style="list-style-type: none"> This action would increase the Board's contract for Legal Services regarding representation in the connection with construction and/or engineering matters. 			
Justification <ul style="list-style-type: none"> On September 11, 2017, the Board entered into legal services contract with Mitchell Milby for general advice and counsel in connection with construction and/or engineering matters. 			
D/S/M/WBE Information <ul style="list-style-type: none"> The annual goal for the historical SBE Program is 20%. In accordance with the Board's historical SBE Program, no SBE goal was determined for this Contract due to the original contract being under \$50,000. Milby LLC is a certified Small Business Enterprise (WM-C) and will be counted towards the Board's historical SBE Program goal. 			
Contract #	Agreement #	Purchase Order #	Action Amount NTE \$100,000.00
			Revised Amount \$695,000.00
For Information contact Elaine Rodriguez 3-5487	Fund Operating Fund	Project #	External Funding Source Amount \$100,000.00

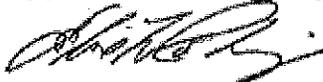
Additional Information

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to increase Legal Services Contract No. 8005115 with the firm Milby LLC, Dallas, Texas in an amount not to exceed \$100,000.00 for a revised contract not to exceed \$695,000.00.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:05 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:42 pm

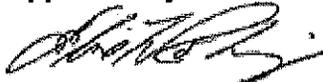
Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:10 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head
Legal
Feb 15, 2022 1:05 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Finance/Audit	Subject Quarterly Contract Renewal Ratifications	Resolution #
Action That the Airport Board ratify increases and extensions to Contract No. 8005350, Power Talk Training, with CM2 Group LLC dba The Bergerac Group, of Richardson, Texas, in an amount not to exceed \$53,730.00; Contract No. 7007023, Uniform Rental Services, with Unifirst Holdings, Inc., of Mesquite, Texas, in an amount not to exceed \$12,902.90; and Contract No. 7006743, Tire Repair and Parts Service for Large Vehicles and Heavy Equipment, with Blagg Tire Wholesale, of Grapevine, Texas, in an amount not to exceed \$5,100.00. Total amount of this action is \$71,732.90.			
Description <ul style="list-style-type: none"> • Ratify three Contract increases and extensions for Quarterly Contract Renewals. 			
Justification <ul style="list-style-type: none"> • Due to inclement weather and the cancellation of the Airport's February 3, 2022, Board Meeting, these Contracts required ratification to ensure the Airport maintained continuity of services. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • Contract renewal options are subject to D/S/M/WBE contract compliance. 			
Schedule/Term <ul style="list-style-type: none"> • Contract terms were extended by one year. 			
Contract #	Agreement #	Purchase Order #	Action Amount
8005350			NTE \$53,730.00
7007023			NTE \$12,902.90
7006743			NTE \$5,100.00
			Revised Amount
			\$140,625.00
			\$68,294.00
			\$64,913.50
For Information contact	Fund	Project #	External Funding Source
Bruce Collins 3-5610	Operating Fund		Amount
			\$71,732.90

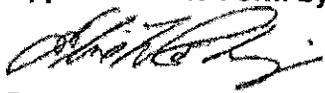
Additional Information

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Airport Board ratify increases and extensions to Contract No. 8005350, Power Talk Training, with CM2 Group LLC dba The Bergerac Group, of Richardson, Texas, in an amount not to exceed \$53,730.00; Contract No. 7007023, Uniform Rental Services, with Unifirst Holdings, Inc., of Mesquite, Texas, in an amount not to exceed \$12,902.90; and Contract No. 7006743, Tire Repair and Parts Service for Large Vehicles and Heavy Equipment, with Blagg Tire Wholesale, of Grapevine, Texas, in an amount not to exceed \$5,100.00. Total amount of this action is \$71,732.90.

Approved as to Form by



Rodriguez, Elaine
 Legal Counsel
 Feb 17, 2022 8:06 am

Approved as to Funding by



Miyashita, Glenn
 Assistant Vice President Capital
 Planning
 Finance
 Feb 16, 2022 7:09 pm

Approved as to M/WBE by



Burks Lee, Tamela
 Vice President Business Diversity
 and Development
 Business Diversity and
 Development
 Feb 17, 2022 11:11 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
 Procurement & Materials Mgmt
 Feb 16, 2022 5:14 pm

 Chief Executive Officer

Pending
 Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Finance/Audit	Subject Interlocal purchasing agreements with the City of Dallas and the City of Fort Worth			Resolution #
Action That the Chief Executive Officer or designee be authorized to execute interlocal agreements with the City of Dallas and the City of Fort Worth for an indefinite term in support of the best practices of the Procurement and Materials Management Department including collaborative, efficient centralized purchasing and contracting.					
Description <ul style="list-style-type: none"> • Authorization for the execution of interlocal purchasing agreements with the City of Dallas and the City of Fort Worth. 					
Justification <ul style="list-style-type: none"> • To pursue cooperative purchasing and interlocal agreements; • To maximize efficiencies between the Board and the City of Dallas and the City of Fort Worth; and • To continue established best practices of the Procurement and Materials Management Department. 					
D/S/M/WBE Information <ul style="list-style-type: none"> • Not Applicable 					
Schedule/Term <ul style="list-style-type: none"> • Authorization to begin upon Board approval with an indefinite term. Termination is at the mutual consent of the parties. 					
Contract #		Agreement #		Purchase Order #	
				Action Amount	
				Revised Amount	
				\$0	
				\$0	
For Information contact		Fund	Project #	External Funding Source	
Bruce Collins					
3-5610				Amount	
				\$0	

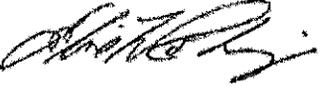
Additional Information

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

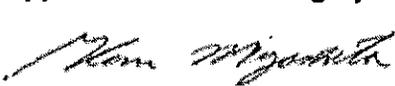
That the Chief Executive Officer or designee be authorized to execute interlocal agreements with the City of Dallas and the City of Fort Worth for an indefinite term in support of the best practices of the Procurement and Materials Management Department including collaborative, efficient centralized purchasing and contracting.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:06 am

Approved as to Funding by



Miyashita, Glenn
Assistant Vice President Capital
Planning
Finance
Feb 16, 2022 7:10 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:10 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Procurement & Materials Mgmt
Feb 16, 2022 5:14 pm

Chief Executive Officer

Pending
Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Finance/Audit	Subject Excess Workers' Compensation Insurance	Resolution #
Action That the Airport Board ratify the binding and procurement of an Insurance Policy for Excess Workers' Compensation Insurance with Midwest Employers Casualty Insurance Company in the amount of \$326,764.00 for the policy year effective March 1, 2022.			
Description <ul style="list-style-type: none"> • This action will ratify the procurement of Excess Workers' Compensation Insurance with Midwest Employers Insurance Company in the amount of \$326,764.00 by DFW Airport's Risk Management Department. • 2022 Premium: \$326,764.00 <ul style="list-style-type: none"> ◆ Premium represents a \$28,921.00 (9.71%) increase over 2021 Premium. ◆ Increase was driven by greater claim activity, higher exposure base, and higher overall market rates. • 2022 Coverage outline: <ul style="list-style-type: none"> ◆ Limits: Workers Compensation benefits are unlimited in the state of Texas. ◆ Retention: \$900,000.00 			
Justification <ul style="list-style-type: none"> • Coverage will protect the Board from substantial employee injury losses. • Texas statute requires the Board to provide Workers' Compensation benefits to employees who suffer an injury or illness while in the course and scope of their employment. • Workers' Compensation benefits are statutorily unlimited in the State of Texas. • Workers' Compensation benefits extend to wage replacement and medical costs. This includes weekly indemnity payments, coverage for ongoing medical care, and lump sum payments to the employee's dependents in the event of a fatality. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE Program is 31%. • N/A - Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Insurance Premiums) 			
Schedule/Term One year policy effective March 1, 2022 - March 1, 2023			
Contract #	Agreement #	Purchase Order #	Action Amount \$326,764.00
			Revised Amount \$0
For Information contact Catrina Gilbert 3-5535	Fund Operating Fund	Project #	External Funding Source Amount \$326,764.00

Additional Information

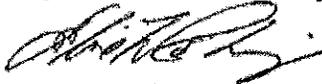
- The market solicitation was managed through the office of Willis Towers Watson, Willis of Texas, Inc.
- Four (4) carriers were solicited:
 - ◆ Midwest Employers Casualty Insurance (incumbent)
 - ◆ WR Berkley
 - ◆ Safety National
 - ◆ Chubb
- One carrier provided a viable quote:
 - ◆ Midwest Employers Casualty Insurance (incumbent)
- The other carriers provided interest; however, no firm quote was obtained from any market by the end of the solicitation process.
- It is recommended to bind coverage with the incumbent, Midwest Employers Casualty Insurance. They are rated by A.M. Best as an A+ (Superior) company, and maintain a financial stability of XV (\$2 Billion or greater).

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Airport Board ratify the binding and procurement of an Insurance Policy for Excess Workers' Compensation Insurance with Midwest Employers Casualty Insurance Company in the amount of \$326,764.00 for the policy year effective March 1, 2022.

Approved as to Form by



Rodriguez, Elaine
 Legal Counsel
 Feb 17, 2022 8:06 am

Approved as to Funding by



Palacios, Abel
 Vice President Finance
 Finance
 Feb 16, 2022 4:01 pm

Approved as to M/WBE by



Burks Lee, Tamela
 Vice President Business Diversity
 and Development
 Business Diversity and
 Development
 Feb 17, 2022 11:11 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Feb 4, 2022 3:42 pm

 Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Finance/Audit	Subject All-Risk Property Insurance	Resolution #
Action That the Airport Board ratify the binding and procurement of an insurance policy for All-Risk Property Insurance, with American Home Assurance Company of New York, NY (AIG) as the primary insurance carrier in the total amount of \$9,961,099.00 for the policy period effective March 1, 2022.			
Description <ul style="list-style-type: none"> • This action will ratify procurement of All-Risk Property Insurance with American Home Assurance Company of New York, NY (AIG) as the primary carrier in the amount of \$9,961,099.00 by DFW Airport's Risk Management Department. • Total premium in the amount of \$9,961,099.00 <ul style="list-style-type: none"> ◆ \$1,244,058.00 (14.27%) premium increase over 2021 actual premium. ◆ Premium increase was driven by limited market appetite for high dollar property risks. ◆ Rate change represents a 11.73% increase over 2021 expiring. • 2022 coverage limit remains the same: <ul style="list-style-type: none"> ◆ Coverage Limit: \$2 Billion ◆ Deductible: \$250,000.00 			
Justification <ul style="list-style-type: none"> • This action is in support of the Airport's contractual requirements for the Master Bond Ordinance. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE Program is 31%. • N/A - Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Insurance Premiums) 			
Schedule/Term One year policy effective March 1, 2022 through March 1, 2023			
Contract #	Agreement #	Purchase Order #	Action Amount \$9,961,099.00
			Revised Amount \$0
For Information contact Catrina Gilbert 3-5535	Fund Operating Fund PFIC-Grand Hyatt PFIC-Hyatt Place PFIC-RAC PFIC-Campus West	Project #	External Funding Source Amount \$9,662,266.00 \$179,300.00 \$19,922.00 \$39,844.00 \$59,767.00

Additional Information

- The renewal was administered through the office of Willis Towers Watson, Willis of Texas, Inc.
- Incumbent insurance carrier: American Home Assurance Company of New York, NY (AIG) has been affirmed as having an A.M. Best Rating of "A, XV"
- 56 carriers were solicited from markets in the USA, Bermuda, London and Europe.
- 26 carriers provided competitive quotes. The remaining carriers either offered indications that were not viable in the end or declined to quote entirely.
- It is recommended to bind insurance with the incumbent, AIG, and all other contributing insurance carriers.

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Airport Board ratify the binding and procurement of an insurance policy for All-Risk Property Insurance, with American Home Assurance Company of New York, NY (AIG) as the primary insurance carrier in the total amount of \$9,961,099.00 for the policy period effective March 1, 2022.

Approved as to Form by



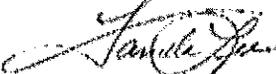
Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:06 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:02 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:11 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Feb 4, 2022 3:42 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Finance/Audit	Subject Ratification of the execution of the Dallas-Fort Worth Fuel Company, LLC's Request for Approval of Fuel System Operator			Resolution #
Action That the Board ratify and approve the execution of the Dallas-Fort Worth Fuel Company, LLC's Request for Approval of Operator agreement approving their selection of Aircraft Service International, Inc. d/b/a Menzies Aviation as the Operator of the Fuel System.					
Description <ul style="list-style-type: none"> • The Dallas-Fort Worth Fuel Company, LLC ("Airline Consortium") recently issued a notice of termination to their existing Fuel System Operator due to ongoing performance issues and selected Aircraft Service International, Inc. d/b/a Menzies Aviation ("Menzies Aviation") as their new Operator effective February 9, 2022. The Airline Consortium believed it prudent and in the best interest of the member airlines to make the change in Operator as expeditiously as possible to maintain the integrity of fueling operations. • Additionally, out of concern for the fueling operations, the Airline Consortium felt it necessary to make this selection, not through a competitive process as specified in their Fuel System Lease Agreement with the Board, but through an orderly review and evaluation process that would avoid a lengthy competitive process with the potential for further degradation of fueling operations and the creation of considerable uncertainty for employees. The pool of companies that provide these services is small and the number of companies in that pool with the experience, financial capacity, and ability to provide these services at an airport with a large, complex fueling operation like that of DFW is even smaller. • After due consideration of the five companies in the market and their ability and experience with large, complex fueling operations, the evaluation process resulted in the unanimous selection of Menzies Aviation, a locally headquartered company. The evaluation process and unanimous selection is documented in the Airline Consortium's meeting minutes dated December 20, 2021. • The Airline Consortium now seeks a ratification approving their selection of the new Fuel System Operator. 					
Justification <ul style="list-style-type: none"> • To maintain the integrity and reliability of the fueling operations at the Airport, the Airline Consortium chose a new Fuel System Operator by engaging in a reasonable, orderly selection process that received unanimous member support. 					
D/S/M/WBE Information <ul style="list-style-type: none"> • Not Applicable 					
Schedule/Term Not Applicable					
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount	
			\$0	\$0	
For Information contact Donnell Harvey 3-4640		Fund	Project #	External Funding Source	Amount
					\$0

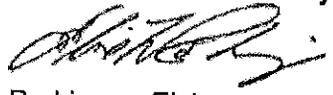
Additional Information

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

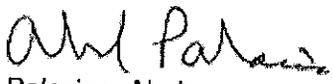
That the Board hereby ratifies and approves the execution of the Dallas-Fort Worth Fuel Company, LLC's Request for Approval of Operator agreement approving their selection of Aircraft Service International, Inc. d/b/a Menzies Aviation as the Operator of the Fuel System.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:07 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:02 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:11 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Feb 16, 2022 10:57 am

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Finance/Audit	Subject Reimbursement Agreement with American Airlines, Inc. - Terminal C Renovations - AA Support Space Relocations - Design Phase.	Resolution #
---------------------------	-----------------------------------	--	---------------------

Action
That the Airport Board hereby ratify and approve the execution a Reimbursement Agreement with American Airlines, Inc. (AA) for the design phase of the relocation of AA support space for the Terminal C renovations project in an amount not to exceed \$1,461,553.05.

Description

- DFW Signatory Airlines approved a Majority-In-Interest capital improvement request for the Terminal C Renovations project in connection with the Central Terminal Area Expansion, Terminals A and C Programs.
- Upon execution of a Reimbursement Agreement with AA, DFW will reimburse AA (or its contractors) for the design phase costs of the projects.
- Future Board Actions to add construction services to the Reimbursement Agreement will be brought forth for approval upon establishing a not to exceed amount for the total project.

Justification

- These projects will require close coordination with affected stakeholders to minimize conflicts and improve project delivery which can be more efficiently planned and implemented by AA.

D/S/M/WBE Information

- American Airlines has set a 31% M/WBE goal for the Support Spaces Fit-Out Design Phase, CTA Expansion Terminal A and C Program. American Airlines has awarded the following:
- Design Professional (\$862,493.05) to Ghafari Associates, LLC. Ghafari Associates, LLC has committed to achieving 36.41% M/WBE participation; see attached list of subcontractors.
- Project Management (\$288,860.00) to R. M. Chin & Associates. R. M. Chin & Associates (APF-C) has committed to achieving 100% overall M/WBE participation through self-performance.
- Design Management (\$310,200.00) to Corgan Associates, Inc. Corgan Associates, Inc. will self-perform the design management work. Due to the specialized nature of the work, American Airlines has set a zero percent M/WBE goal.
- The 36.41% M/WBE committed participation and the overall self-performance work excludes a total of \$99,125.05 in contingency. Any M/WBE participation achieved on the contingency amount will be credited towards the M/WBE commitment.

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
			NTE \$1,461,553.05	\$0

For Information contact	Fund	Project #	External Funding Source	Amount
Donnell Harvey 3-4640	Joint Capital Acct	26908-91		\$1,461,553.05

Additional Information

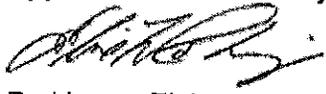
- In this Board item, AA's participation levels for the fit-out and related projects design phases are shown in the D/S/M/WBE section below. Once AA is complete with design, they will submit to DFW their proposed construction phase participation levels for review by DFW in advance of a second Board item for the construction phase to complete the projects.

Additional Attachments: Y

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

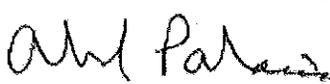
That the Airport Board hereby ratify and approve the execution of a Reimbursement Agreement with American Airlines, Inc. (AA) for the design phase of the relocation of AA support space for the Terminal C renovations project in an amount not to exceed \$1,461,553.05.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:10 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:03 pm

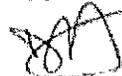
Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:12 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Feb 9, 2022 10:06 am

Chief Executive Officer

Pending

Date

American Airlines Reimbursement Agreement
AA Support Spaces Fit-out Projects-Design Phase, CTA
Expansion Terminal A and C Program
Minority Subcontractor List

PRIME: Ghafari Associates, LLC
M/WBE Subcontractors

MEP Consulting Engineers, Inc.	WBE	WF-C	34.23%
Sunland Group, Inc.	WBE	WF-C	1.98%
Access by Design, Inc.	WBE	WF-C	0.20%

Total 36.41%

Overall M/WBE Total 36.41%

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Finance/Audit	Subject Reimbursement Agreement with American Airlines, Inc. - Baggage Handling System Installation and Integration Project - Design Phase, Terminal A and C Expansion	Resolution #
---------------------------	-----------------------------------	--	---------------------

Action

That the Airport Board ratify and approve the execution of a Reimbursement Agreement with American Airlines, Inc. (AA) for the design phase of the baggage handling system installation and integration project for the Terminal A and C Expansion project in an amount not to exceed \$7,026,334.92.

Description

- DFW Signatory Airlines approved a Majority-In-Interest capital improvement request for the Terminal A and C Expansion project in connection with the Central Terminal Area Expansion, Terminal A and C Program.
- Upon execution of a Reimbursement Agreement with AA, DFW will reimburse AA (or its contractors) for the design phase costs of the project.
- Future Board Actions to add construction services to the Reimbursement Agreement will be brought forth for approval upon establishing a not to exceed amount for the total project.

Justification

- These projects will require close coordination with affected stakeholders to minimize conflicts and improve project delivery which can be more efficiently planned and implemented by AA.

D/S/M/WBE Information

- American Airlines has set a 31% M/WBE goal for the BHS Installation and Integration Project-Design Phase, CTA Expansion Terminal A and C Program. American Airlines has awarded the following:
- Systems Controls and Programming (\$840,000) to Brock Solutions U.S. Inc (WF-C). Brock Solutions U.S. Inc. has committed to achieving 100% overall M/WBE participation through self-performance.
- Systems Analysis (\$133,957.20) to Transsolutions LLC (WF-C). Transsolutions has committed to achieving 100% overall M/WBE participation through self-performance.
- Design Management (\$563,000) to be self-performed by CAGE, Inc. Due to the limited amount of qualified firms for the specific scope of work, American Airlines has set a zero percent M/WBE goal on design management.
- Program Management (\$189,250) to be self-performed by Studdiford Technical Solutions. Due to Studdiford Technical Solutions current role as DFW BHS Program Manager, American Airlines has set a zero percent M/WBE goal on project management.
- The 58% M/WBE committed participation is on \$1.7 million which excludes \$4.7 million in exempt/specified services and \$638,757.72 in contingency. Any M/WBE participation achieved on the contingency amount will be credited towards the M/WBE commitment.

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
			NTE \$7,026,334.92	\$0

For Information contact	Fund	Project #	External Funding Source	Amount
Donnell Harvey 3-4640	Joint Capital Acct	26908-90		\$7,026,334.92

Additional Information

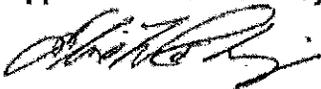
- In this Board item, AA's participation levels for the baggage handling system installation and integration project design phase is shown in the D/S/M/WBE section. Once AA is complete with design, they will submit to DFW their proposed construction phase participation levels for review by DFW in advance of a second Board item for the construction phase to complete the project.

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Airport Board hereby ratifies and approves the execution of a Reimbursement Agreement with American Airlines, Inc. (AA) for the design phase of the baggage handling system installation and integration project for the Terminal A and C Expansion in an amount not to exceed \$7,026,334.92.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:13 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:03 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:12 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Feb 9, 2022 10:06 am

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Finance/Audit	Subject Approve the form of the Preliminary Official Statement for the 2022A Bond Issuance	Resolution #
Action That the Airport Board approves the attached resolution, approving the form of the Preliminary Official Statement, prepared in connection with the sale of the Dallas Fort Worth International Airport Joint Revenue Bonds issued under the 60th Supplemental Bond Ordinance and authorize the Authorized Officers to take any necessary actions in connection with the sale of the Bonds.			
Description <ul style="list-style-type: none"> • On May 12 and May 18, 2021 respectively, the Cities of Dallas and Fort Worth approved the 60th Supplemental Bond ordinance authorizing issuances of bonds in an amount not to exceed \$2.4B • The remaining authorization of \$1.188 billion is anticipated to be issued in early April 2022 • The intended purpose for the proceeds of these bonds is fund the Airport's Capital Improvement Plan 			
Justification <ul style="list-style-type: none"> • The bonds issued via this Preliminary Official Statement will help protect the Airport against continued rising interest rates and the related expenses. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • Not Applicable 			
Schedule/Term The bonds are anticipated to be sold in April.			
Contract #	Agreement #	Purchase Order #	Action Amount \$0
			Revised Amount \$0
For Information contact James Mauldin 3-5447	Fund	Project #	External Funding Source Amount \$0

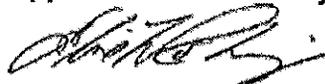
Additional Information

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

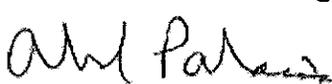
That the Airport Board approves the attached resolution, approving the form of the Preliminary Official Statement, prepared in connection with the sale of the Dallas Fort Worth International Airport Joint Revenue Bonds issued under the 60th Supplemental Bond Ordinance and authorize the Authorized Officers to take any necessary actions in connection with the sale of the Bonds.

Approved as to Form by



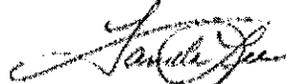
Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:13 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:03 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:13 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head

Feb 15, 2022 3:03 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Finance/Audit	Subject Sixty-Third Supplemental Concurrent Bond Ordinance	Resolution #
---------------------------	-----------------------------------	--	---------------------

Action

That the Airport Board approves the attached resolution, approving the form of the Sixty-Third Supplemental Bond Ordinance and requesting its passage by the City Councils of Dallas and Fort Worth; and authorizing the Authorized Officers to take other necessary actions in connection therewith.

Description

- The Sixty-Third Supplemental Concurrent Bond Ordinance will provide for the issuance of multiple series of bonds, in a total amount not to exceed \$3.65 billion over a period of one year from the date of approval by the Owner Cities.
- The purpose of the planned bond issues will be to refund Series 2013B, 2013E, 2014A, 2014D, 2014E bonds, Subordinate Lien Drawdown Bonds, and Series I Commercial Paper Notes to refinance to achieve substantial interest savings and convert interim financing instruments to bonds.
- Total estimated savings by issuing the planned refunding bonds is in excess of \$179 million.
- The additional potential refunding candidates included in this resolution are Series 2013D, 2013F, 2013G and 2014C bonds.
- Additionally, this will allow DFW to opportunistically issue new money bonds and lock in interest rates, given proper market conditions.
- The Underwriters for the transactions will be appointed from the Pools approved by the DFW Board under Resolution 2018-01-013.

Justification

- The Sixty-Third Supplemental Concurrent Bond Ordinance will give the Airport the flexibility to size bond issues and determine the best time to enter the market. This flexibility proved successful during the programmatic issuance of more than \$6 billion in refunding and improvement bonds during the Terminal Renewal and Improvement Program.

D/S/M/WBE Information

- Not Applicable

Schedule/Term

Not Applicable

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
			\$0	\$0
For Information contact	Fund	Project #	External Funding Source	Amount
James Mauldin 3-5447				\$0

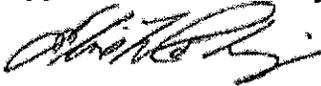
Additional Information

Additional Attachments: Y

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Airport Board approves the attached resolution, approving the form of the Sixty-Third Supplemental Bond Ordinance and requesting its passage by the City Councils of Dallas and Fort Worth; and authorizing the Authorized Officers to take other necessary actions in connection therewith.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:14 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:04 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:13 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head

Feb 15, 2022 3:03 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Finance/Audit	Subject Sixty-Fourth Supplemental Concurrent Bond Ordinance	Resolution #
Action That the Airport Board approves the attached resolution, approving the form of the Sixty-Fourth Supplemental Concurrent Bond Ordinance and requesting its passage by the City Councils of Dallas and Fort Worth; and authorizing the Authorized Officers to take other necessary actions in connection therewith.			
Description <ul style="list-style-type: none"> • In 2019, the DFW International Airport Board authorized the creation of a self-liquidity commercial paper program as a financing tool to utilize as appropriate. • The Board also approved an amended debt policy that states in section 8.2.2.7, "Annually, the Airport will request standby authorization from the Owner Cities to issue refunding bonds in an amount sufficient to refund all anticipated outstanding self-liquidity VRDs" (Variable Rate Debt, which includes commercial paper). • This is an annual request, per the debt policy. 			
Justification <ul style="list-style-type: none"> • The Sixty-Fourth Supplemental Concurrent Bond Ordinance will provide for the issuance of multiple series of bonds in an amount not to exceed \$750 million over a period of one year from the date of approval by the Owner Cities. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • Not Applicable 			
Schedule/Term Not Applicable			
Contract #	Agreement #	Purchase Order #	Action Amount \$0
			Revised Amount \$0
For Information contact James Mauldin 3-5447	Fund	Project #	External Funding Source Amount \$0

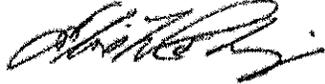
Additional Information

Additional Attachments: Y

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Airport Board approves the attached resolution, approving the form of the Sixty-Fourth Supplemental Concurrent Bond Ordinance and requesting its passage by the City Councils of Dallas and Fort Worth; and authorizing the Authorized Officers to take other necessary actions in connection therewith.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:14 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:04 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:13 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head

Feb 15, 2022 3:03 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Finance/Audit	Subject Oracle Cloud Services	Resolution #
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 8005466, for Oracle Cloud Services, with Oracle America, Inc., of Redwood Shores, California, in an amount not to exceed \$6,395,000.00 for the initial two-year term of the Contract, with options to renew annually.			
Description <ul style="list-style-type: none"> • Award a Contract for implementation of Oracle Cloud Services in support of the Airport's Technology program. 			
Justification <ul style="list-style-type: none"> • This action provides for implementation services related to the Fusion Enterprise Resource Planning (ERP) system. • The current Financial ERP system is nearing the end of useful life and will no longer be supported as of December 31, 2023. • Reduces the number of manual processes and improves staff efficiency. • Further cost savings and process improvements will be achieved by eliminating several legacy applications. • Oracle Fusion software licenses will be purchased separately utilizing the existing Contract No. 7006075, Oracle Software and Hardware Purchases and Maintenance Support. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the M/WBE Program is 31%. • N/A â Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Interlocal/Interagency Agreement) 			
Schedule/Term <ul style="list-style-type: none"> • Start Date: April 2022 • Contract Term: Two years, with annual renewal options 			
Contract # 8005466	Agreement #	Purchase Order #	Action Amount NTE \$6,395,000.00
			Revised Amount \$0
For Information contact Michael Youngs 3-5350 Shannon Hamilton 3-5620	Fund Joint Capital Acct - Bonds	Project #	External Funding Source Amount \$6,395,000.00

Additional Information

- This Contract will be made through the Texas Department of Information Resources (DIR), Contract No. DIR-TSO-4158, which is available to local government agencies, and which was approved by the Board Resolution No. 97-01-24, dated January 9, 1997.
- Projected total of the Contract, if approved, is \$6,395,000.00.
- Oracle Fusion Cloud SaaS licenses will be purchased annually utilizing the existing Contract No. 7006075, Oracle Software and Hardware Purchases and Maintenance Support. The initial one-year license cost is \$619,228.00, and will renew annually for approximately the same amount based on usage and Texas Department of Information Resources Contract pricing.
- Contingent on airline MII approval

Additional Attachments: **N****BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

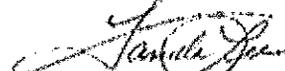
That the Chief Executive Officer or designee be authorized to execute Contract No. 8005466, for Oracle Cloud Services, with Oracle America, Inc., of Redwood Shores, California, in an amount not to exceed \$6,395,000.00 for the initial two-year term of the Contract, with options to renew annually.

Approved as to Form by


Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:14 am

Approved as to Funding by


Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:05 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 4:52 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Information Technology Svcs
Feb 16, 2022 11:37 am

Chief Executive Officer

Pending

Date

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
COMMITTEE DISCUSSION ITEM

Meeting Date 03/03/2022	Subject Monthly Report	Committee Finance/Audit
Item For Discussion Report to the Airport Board all Contracts and Purchase Orders valued between \$25,000.00 and \$50,000.00, and Contracts Increases/Decreases valued between \$25,000.00 and \$50,000.00, for the month of January 2022.		
Description <ul style="list-style-type: none">• Report to the Airport Board all Contracts and Purchase Orders valued between \$25,000.00 and \$50,000.00, and Contracts Increases/Decreases valued between \$25,000.00 and \$50,000.00, for the month of January 2022.		

PURCHASE ORDERS BETWEEN \$25,000.00 AND \$50,000.00 (JANUARY 2022)

VENDOR/LOCATION	PO/ CONTRACT NO.	DESCRIPTION	DEPARTMENT	AMOUNT
EPS Logix, Inc. ^{N1} Dallas, Texas	279563	Heat Trace Transformers Installation in Terminal D Parking Garage	Energy, Transportation & Asset Management	NTE \$25,105.00 Paid to Date: \$25,105.00
		<ul style="list-style-type: none"> • Requisition No. 279782 		
		Autodesk Licenses		
Carahasoft Technology Corp. Reston, Virginia	278391	Bluebeam Software	Design, Code & Construction	\$43,446.39 Paid to Date: \$34,244.05
		<ul style="list-style-type: none"> • Requisition No. 279757 		
		Autodesk Licenses		
SHI Government Solutions, Inc. ^{N2} Austin, Texas	278659	Bluebeam Software	Information Technology Services	NTE \$37,880.70 Paid to Date: \$0.00
		<ul style="list-style-type: none"> • Requisition No. 280424 		
		Autodesk Licenses		
Note:				
1. MBE certified through the North Central Texas Regional Certification Agency				
2. MBE certified through the Dallas/Fort Worth Minority Supplier Development Council				
TOTAL				\$106,432.09

PROFESSIONAL SERVICES CONTRACTS BETWEEN \$25,000.00 AND \$50,000.00 (JANUARY 2022)

VENDOR/LOCATION	PO/ CONTRACT NO.	DESCRIPTION	DEPARTMENT	AMOUNT
Carrington Coleman Sloman & Blumenthal LLP Dallas, Texas	8005417	Legal Representation	Legal	NTE \$48,000.00 Paid to Date: \$0.00
Carrington Coleman Sloman & Blumenthal LLP Dallas, Texas	8005418	Legal Representation	Legal	NTE \$49,500.00 Pai to Date: \$0.00
Deloitte Tax LLP Hermitage, Tennessee	80055419	Airport Fuel Tax Advisory Services	Legal	NTE \$35,000.000 Paid to Date: \$0.00
TOTAL				\$132,500.00

**CONTRACT/PURCHASE ORDER INCREASES/DECREASES (\$25,000 OR GREATER)
(APPROVED BY BOARD STAFF UNDER THEIR DELEGATED AUTHORITY – JANUARY 2022)**

VENDOR/LOCATION	PO/ CONTRACT NO.	DESCRIPTION	DEPARTMENT	CONTRACT DATA
Honeywell International Inc. through its Honeywell Building Solutions Business Unit Richardson, Texas	7006765	Fire Alarm System Maintenance Services	Information Technology Services	Contract Value: \$9,340,832.43 This Action: \$47,077.41 Revised Contract Value: \$9,387,909.84 Paid to Date: \$4,106,061.39
Voss Electric Co. dba Voss Lighting Farmers Branch, Texas	7006877	Lamps and Ballasts	Energy, Transportation & Asset Management	Contract Value: \$688,012.84 This Action: \$49,500.00 Revised Contract Value: \$737,512.84 Paid to Date: \$600,697.65
TOTAL				\$96,577.41

AGENDA
CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE
Tuesday, March 1, 2022
1:10 p.m.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

- 53. Approve the minutes of the Concessions/Commercial Development Meeting of February 1, 2022.

Items 54 through 56 were approved at the February 1 Committee Meeting and will need Full Board approval at the March 3 Board Meeting, but do not need to be presented during the March Committee Meeting.

- | | |
|------------------|--|
| Zenola Campbell | 54. Approve execution of a Permit by and between Dish Wireless LLC and the Dallas Fort Worth International Airport Board. |
| | 55. Approve ratification of the execution of Contract No. 8005463 with Collinson Assistant Services, Inc. and the Dallas Fort Worth International Airport Board for COVID-19 testing. |
| Sharon McCloskey | 56. Approve execution of Contract No. 7007146, for Custodial Services for Terminal E, with Diverse Facility Solutions (DFS) Global of Irving, Texas, in an amount not to exceed \$28,067,128.92, for the initial three-year term of the Contract, with options to renew for two additional one-year periods. |

March Action Items for Consideration

- | | |
|-----------------|--|
| Zenola Campbell | 57. Approve authorization to reset the Minimum Annual Guarantee (MAG) for all current Concession leases in Terminal D. |
| Dean Ahmad | 58. Approve ratification of the execution of Contract No. 7007159, for Shuttle Bus Staffing Operations with ABM Aviation, Inc., of Atlanta, Georgia, in an amount not to exceed \$10,996,320.84, for the initial three-year term of the Contract, with options to renew for three additional two-year periods. |

Approved at February Committee and revised to a ratification.

- | | |
|------------------|---|
| Milton De la Paz | 59. Approve the proposed 19th Street Cargo Redevelopment Project as an authorized Public Facility Improvement Corporation project and (ii) request that the owner cities approve the 19th Street Redevelopment Project as an authorized PFIC project, as required under the Articles of Incorporation and Rules and Regulations of Dallas Fort Worth International Airport Public Facility Improvement Corporation. |
|------------------|---|

John Brookby

60. Approve execution of a reimbursable agreement with the Federal Aviation Administration (FAA) to reimburse it for costs not to exceed \$152,007.91; and that a similar agreement be authorized concurrently with Weber Gruene DFW 1 LLC (Tenant) to reimburse Airport Board.
61. Approve execution of a reimbursable agreement with the Federal Aviation Administration (FAA) to reimburse it for costs not to exceed \$103,680; and that a similar agreement be authorized concurrently for Weber Gruene DFW 1 LLC (Tenant) to reimburse the Airport Board.
62. Approve execution of a reimbursable agreement with the Federal Aviation Administration (FAA) to reimburse it for costs not to exceed \$282,051.23; and that a similar agreement be authorized concurrently for Weber Gruene DFW 1 LLC (Tenant) to reimburse Airport Board.
63. Approve amendments to Resolutions to provide for termination rights to Weber Gruene DFW 1, 2, 3 LLC (Tenant) due to potential FAA impacts after mitigation.

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Concessions/Commercial Development	Subject Permit with Dish Wireless LLC	Resolution #
---------------------------	--	---	---------------------

Action

That the Board hereby approves the execution of a Permit by and between Dish Wireless LLC and the Dallas Fort Worth International Airport Board.

Description

- A Permit was issued to Dish Wireless LLC to maintain and operate two antenna sites on DFW Airport Property at the North Pylon and South Pylon.

Justification

- This provides cellular service for Dish Wireless customers at the Airport.
- This action is based on the Concessions Policy 2.2.1 (F) Direct Negotiation, Renewal, or Extension of Existing Concessions.
- This action requires an approval to exceed Concessions Policy 1.5, Term Limitation; the extended lease term will exceed ten year term limitation.
- This action meets the Board's Concession Policy 1.3.2 of providing and improving the shopping, dining and service experience at DFW International Airport.

D/S/M/WBE Information

- The annual goal for the ACDBE Program is 31%.
- In accordance with the Board's ACDBE Program, an ACDBE goal was not set for this lease due to no availability of ACDBE firms to provide this service.
- The M/WBE goal for design and construction is 30%.

Schedule/Term

- The term shall be for ten years, with an option to renew for an additional five years, effective March 3, 2022.
- Permittee shall pay an initial annual Concession Fee of \$180,000 with 3% increases annually.

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
			\$0	\$0

For Information contact	Fund	Project #	External Funding Source	Amount
Zenola Campbell 3-4830				\$0

Additional Information

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

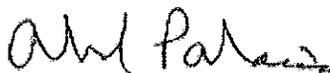
That the Board hereby approves the execution of a Permit by and between Dish Wireless LLC and the Dallas Fort Worth International Airport Board.

Approved as to Form by



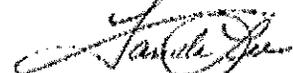
Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:18 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:05 pm

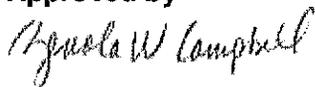
Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:13 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Feb 3, 2022 1:17 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Concessions/Commercial Development	Subject Ratification of Contract No. 8005463 for COVID-19 Testing	Resolution #
---------------------------	--	---	---------------------

Action

That the Board ratify and approve the execution of Contract No. 8005463 with Collinson Assistant Services, Inc. and the Dallas Fort Worth International Airport Board for COVID-19 testing.

Description

- This action would ratify a Contract to utilize the two existing locations, located in Terminal D at gates D7 and D40, and the Multipurpose Conference Room at the Rental Car Center for Antigen testing.
- Each Antigen test will cost \$32.00.

Justification

- This action will allow the DFW International Airport Board to provide COVID-19 Antigen testing for all employees at the Airport.

D/S/M/WBE Information

- The existing ACDBE and M/WBE commitments will continue to apply.

Schedule/Term

- Antigen testing began on January 14, 2022.
- The testing period is 60 days.

Contract # 8005463	Agreement #	Purchase Order #	Action Amount \$650,000	Revised Amount \$0
For Information contact Zenola Campbell 3-4830	Fund 102	Project #	External Funding Source	Amount \$650,000

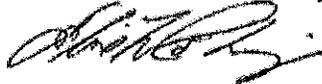
This Contract is exempt from public procurement in accordance to Local Government Code 252.022, as it is a procurement necessary to preserve or protect the public health and safety of the Airport's traveling public, tenants and employees.

Additional Attachments: N

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Board ratify and approve the execution of Contract No. 8005463 with Collinson Assistant Services, Inc. and the Dallas Fort Worth International Airport Board for COVID-19 testing.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Jan 20, 2022 11:35 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Jan 20, 2022 1:17 pm

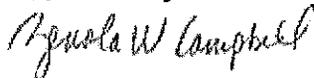
Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Jan 19, 2022 9:20 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Jan 19, 2022 2:37 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Concessions/Commercial Development	Subject Custodial Services for Terminal E	Resolution #
---------------------------	--	---	---------------------

Action

That the Chief Executive Officer or designee be authorized to execute Contract No. 7007146, for Custodial Services for Terminal E, with Diverse Facility Solutions (DFS) Global of Irving, Texas, in an amount not to exceed \$28,067,128.92, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.

Description

- Award a Contract for Custodial Services for Terminal E in support of the Airport's Customer Experience Department.

Justification

- Replaces an existing Contract that has been in place for five years.
- This Contract will provide comprehensive custodial services throughout Terminal E including gate lounges, restrooms, Skylink stations, and ramp areas.
- Custodial services will be provided 24-hours per day, seven days a week, in order to maintain an enhanced level of cleanliness necessary to meet the cleanliness standards established by the Airport.

D/S/M/WBE Information

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 30%.
- Diverse Facility Solutions Global has committed to achieving 100% M/WBE participation including 70% self-performance and 30% subcontracting participation utilizing R.A.S Services (HM-C: 23%) and ABBA Staffing & Consulting (WF- C: 7%).

Schedule/Term

- Start date: March 2022
- Contract Term: Three years with two one-year renewal options

Contract # 7007146	Agreement #	Purchase Order #	Action Amount NTE \$28,067,128.92	Revised Amount \$0
------------------------------	--------------------	-------------------------	---	------------------------------

For Information contact Sharon McCloskey 3-4620 Christian Brewer 3-5322	Fund Operating Fund	Project #	External Funding Source	Amount \$28,067,128.92
--	-------------------------------	------------------	--------------------------------	----------------------------------

Additional Information

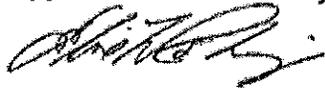
- Ten Proposals, including six from M/WBE firms, were received on or before November 2, 2021.
 - ◆ ABM Aviation, Inc., of Atlanta, Georgia
 - ◆ Ambassador Services LLC, of Houston, Texas
 - ◆ Americas Corporate Building Maintenance, Inc., of Irving, Texas
 - ◆ Diverse Facility Solutions (DFS) Global, of Irving, Texas
 - ◆ Member's Building Maintenance LLC, of Dallas, Texas
 - ◆ Midwest Maintenance Company, of Omaha, Nebraska
 - ◆ Paramount Building Solutions, of Phoenix, Arizona
 - ◆ The Matworks Company, LLC, of Beltsville, Maryland
 - ◆ Unicare Building Maintenance, of Irving, Texas
 - ◆ Uniserve Facilitates Service, of Commerce, California
- Ambassador Services LLC and The Matworks Company, LLC were determined to be non-responsive as the submissions did not meet the specifications outlined in the Airport's solicitation.
- Based on evaluations of the Proposals submitted, the Evaluation Committee, consisting of representatives for the Airport's Customer Experience, Energy, Transportation & Asset Management, Communications & Marketing, and Business Diversity & Development departments, recommends that the Contract be awarded to Diverse Facility Solutions (DFS) Global of Irving, Texas, that is the incumbent.
- Projected total of Contract including renewals, if approved, is \$47,388,012.92.

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

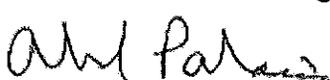
That the Chief Executive Officer or designee be authorized to execute Contract No. 7007146, for Custodial Services for Terminal E, with Diverse Facility Solutions (DFS) Global of Irving, Texas, in an amount not to exceed \$28,067,128.92, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.

Approved as to Form by



Rodriguez, Elaine
 Legal Counsel
 Jan 20, 2022 11:41 am

Approved as to Funding by



Palacios, Abel
 Vice President Finance
 Finance
 Jan 20, 2022 1:18 pm

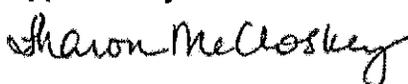
Approved as to M/WBE by



Burks Lee, Tamela
 Vice President Business Diversity
 and Development
 Business Diversity and
 Development
 Jan 19, 2022 9:21 pm

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head
 Customer Service
 Jan 19, 2022 7:03 am

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Concessions/Commercial Development	Subject Reset Minimum Annual Guarantee for Concession leases in Terminal D	Resolution #
Action That the Chief Executive Officer or designee be authorized to reset the Minimum Annual Guarantee (MAG) for all current Concession leases in Terminal D.			
Description <ul style="list-style-type: none"> • This action authorizes staff to reset the minimum annual guarantee (MAG), effective April 1, 2022, for Concession Leases with locations in Terminal D, to the original MAG or the most recent MAG, whichever is less. • Resolution 2021-10-203 authorized staff to amend all Concession leases in Terminal D from October 1, 2021 to March 31, 2022. • As a result of this action, the minimum annual guarantee will be adjusted for 44 locations. 			
Justification <ul style="list-style-type: none"> • Increased pressure on international traffic has slowed the recovery of Terminal D. • Resolution 2020-04-086 reestablished the rent structure TRG Duty Free, Resolution 2021-02-032 modified the rent structure for Lenlyn Ltd and Resolution 2020-08-166 modified the rent structure for TFP1, LLC. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The existing ACDBE and MWBE commitments will continue to apply to the respective lease terms. 			
Contract #	Agreement #	Purchase Order #	Action Amount \$0
			Revised Amount \$0
For Information contact Zenola Campbell 3-4830	Fund	Project #	External Funding Source Amount \$0

Additional Information

Additional Attachments: Y

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

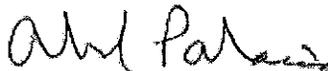
That the Chief Executive Officer or designee be authorized to reset the Minimum Annual Guarantee (MAG) for all current Concession leases in Terminal D.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:22 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:13 pm

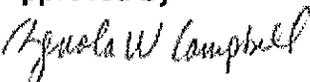
Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:16 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head

Feb 16, 2022 12:04 pm

Chief Executive Officer

Pending

Date

Agreement Number	Company Name	Location and Gate
010375	ALD Development Corp.	The Club at DFW
008927	ASI-Cowboys Joint Venture	Cantina Laredo D24
009697	Blue Sky Dining, LLC	Applebee's D10
009746	Blue Sky Dining, LLC	CRU Wine Bar D27
010537	Branded Works, Inc.	Pinkberry D12
009396	Duty Free Americas Dallas, LLC	Coach D24
009394	Duty Free Americas Dallas, LLC	Michael Kors D27/Kate Spade D27
009395	Duty Free Americas Dallas, LLC	Mont Blanc D24
009399	Duty Free Americas Dallas, LLC	World News and Gifts D39
009428	Estee Lauder Terminal D Joint Venture	Jo Malone, Aveda, MAC D24
010528	HBF M2 Concepts JV, LLC	Brewed D25
010359	HBF M2 Concepts JV, LLC	Chick-fil-A D17
009426	HDS & Partners at DFW, LLC	Hugo Boss / TUMI D27
009380	HDS & Partners at DFW, LLC	iStore Boutique D21
009743	HFF-HPH DFW, LLC	Artisan Market D27
010393	Host/DFW AF LLC	Starbucks D10
008323	Host/DFW AF LLC	Starbucks D27
009699	InMotion Entertainment Group, LLC	InMotion Entertainment D31
010353	LaTrelle's Galley, LP	Subway D17
009754	McDonald's USA, LLC	McDonald's D34
008369	Minute Leap DFW, LLC	Minute Suites D23
010378	Paradies Lagardere @ DFW 2017 (F&B), LLC	Shinsei D31
010530	Paradies Lagardere @ DFW 2017 Pkg. 9, LLC	Relay D22 Landside
009988	Paradies Lagardere@ DFW Terminal D, LLC	7 Eleven D21
009812	Paradies-DFW 2015 (F&B), LLC	Bar Louie D22
009317	Paradies-Southwest, LLC	Univision, Expressions by La D34
009774	PhaseNext Hospitality, LLC	Italian Kitchen D34
010783	Premium Port Dallas Fort Worth LLC	Capital One Lounge
010986	Spa BR DFW LLC	Be Relax D21
010838	SSP America D&B DFW, LLC	Banh Shop D10
010377	SSP America DFW, LLC	Flying Saucer D16
010371	SSP America DFW, LLC	Flying Saucer D16 Mezzanine
010535	Stellar Partners, Inc.	Travel + Leisure News D25
010029	TaxFree Shopping Ltd	Tax Free Shopping D30 Landside
010309	Team Retail J V / Dallas, a Texas GP	Dallas Cowboys Pro Shop D21
009695	Texas Pretzels, Inc.	Auntie Anne's D36
009320	The Jethro Pugh Shops II, LLC	L'Occitane D33
009319	The Jethro Pugh Shops II, LLC	The Range D37
009778	WDFG North America, LLC	Longchamp D24
009776	WDFG North America, LLC	The Wall Street Journal D08
010231	XpresSpa DFW International, LLC	XpresSpa Services D34
009775	Air Star/LTS Marquis DFW, LLC	Reconcepting to Whataburger D12
009813	Paradies-DFW 2015 (F&B), LLC	Hickory BBQ D22
009814	Four Leaf Ventures, LLC	Reconcepting to Dickey's BBQ D27

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Concessions/Commercial Development	Subject Remote Parking Busing Operation Services	Resolution #
---------------------------	--	--	---------------------

Action

That the Airport Board ratify the execution of Contract No. 7007159, for Shuttle Bus Staffing Operations with ABM Aviation, Inc., of Atlanta, Georgia, in an amount not to exceed \$10,996,320.84, for the initial three-year term of the Contract, with options to renew for three additional two-year periods.

Description

- Ratify the Contract for Shuttle Bus Staffing Operations in support of the Airport's Transportation Business Unit.

Justification

- This Contract will provide bus transportation services for Airport customers who use the Remote Parking Lot(s) to park their vehicles. The operators will travel constant, dedicated routes, picking up and dropping off travelers at designated stops in the parking lots and at specified terminal locations.
- This Contract will also provide turn-key operation and maintenance services for buses. Bus maintenance services will include all preventative and corrective maintenance required to keep the entire fleet of buses operating in optimum condition. Maintenance will also include exterior and interior cleaning to maintain proper physical appearance at all times.

D/S/M/WBE Information

- The annual goal for the M/WBE Program is 31%
- In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 25%
- ABM, Aviation Inc. has committed to achieving 25.22% M/WBE participation utilizing AllTex Staffing & Consulting LLC dba Abba Staffing (WF-C: 24.27%), BMR Janitorial & Pressure Washing Service (BM-C: .53%), Regali, Inc (IF-C: .42%).

Schedule/Term

- Start Date: February 2022
- Contract Term: Three years with three two-year renewal options

Contract # 7007159	Agreement #	Purchase Order #	Action Amount NTE \$10,996,320.84	Revised Amount \$0
------------------------------	--------------------	-------------------------	---	------------------------------

For Information contact Dean Ahmad 3-4842 Joy Tuider 3-5634	Fund Operating Fund	Project #	External Funding Source	Amount \$10,996,320.84
--	-------------------------------	------------------	--------------------------------	----------------------------------

Additional Information

- Two Best Value Bids, none from M/WBE firms, were received on or before the due date of November 24, 2021.
 - ◆ ABM Aviation, Inc., of Atlanta, Georgia
 - ◆ LAZ Parking Texas, LLC, of Dallas, Texas
- Based on the evaluations of the bids submitted, an Evaluation Committee, consisting of representatives for the Airport's Parking, Energy, Transportation, and Asset Management (ETAM), Information Technology Services, and Business Diversity and Development Departments, recommends that the Contract be awarded to ABM Aviation, Inc. of Atlanta, Georgia.
- Projected total of Contract including all renewals, if approved, is \$32,988,962.40.

Additional Attachments: **N**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

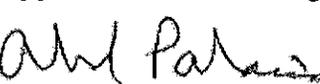
That the Airport Board ratify the execution of Contract No. 7007159, for Shuttle Bus Staffing Operations with ABM Aviation, Inc., of Atlanta, Georgia, in an amount not to exceed \$10,996,320.84, for the initial three-year term of the Contract, with options to renew for three additional two-year periods.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:19 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:06 pm

Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:14 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by

Department Head
Parking
Feb 16, 2022 11:35 am

Chief Executive Officer

Pending
Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Concessions/Commercial Development	Subject 19th Street Cargo Redevelopment Project	Resolution #
---------------------------	--	---	---------------------

Action

That the Airport Board approve the proposed 19th Street Cargo Redevelopment Project as an authorized PFIC project and request that the owner cities approve the 19th Street Redevelopment Project as an authorized PFIC project, as required under the Articles of Incorporation and Rules and Regulations of Dallas Fort Worth International Airport Public Facility Improvement Corporation (PFIC).

Description

- The Articles of Incorporation for the PFIC provide that it was created for the purpose of financing, planning, constructing, equipping, owning, renovating, repairing, improving, maintaining and/or operating one or more facilities within the boundaries of the airport.
- The Articles further state that such facilities must be for the comfort and accommodation of air travelers or be beneficial to the operation or economic development of the Airport and must be approved by the Board and each of the owner cities.
- The Grand Hyatt Hotel, The DFW Consolidated Rental Car Facility, the Hyatt Place Hotel, the Hyatt House Hotel, and the DFW Campus West property have been designated as "Public Facilities" and "approved Airport projects" for the PFIC. They are operated and managed by the PFIC.
- The Board is being requested to designate the proposed 19th Street Cargo Redevelopment project as an authorized PFIC project.
- The Board is requesting that the owner cities approve designation of the proposed 19th Street Cargo Redevelopment Project as an authorized PFIC project.

Justification

- Designation of the proposed 19 Street Cargo Redevelopment Project as a "Public Facility" and an "Approved Airport Project" by the Board and the owner cities will allow the PFIC to move forward with developing detailed plans for the construction of the 19th Street Cargo Redevelopment Project.

D/S/M/WBE Information

- The applicable Business Diversity Program and contract-specific goal will be determined prior to advertising.

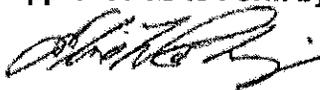
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
			\$0	\$0

For Information contact	Fund	Project #	External Funding Source	Amount
Milton De La Paz 35854				\$0

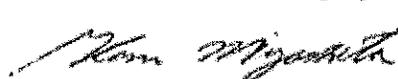
Additional Information

Additional Attachments: **N****BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

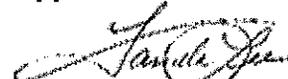
That the Airport Board approve the proposed 19th Street Cargo Redevelopment Project as an authorized PFIC project and request that the owner cities approve the 19th Street Redevelopment Project as an authorized PFIC project, as required under the Articles of Incorporation and Rules and Regulations of Dallas Fort Worth International Airport Public Facility Improvement Corporation (PFIC).

Approved as to Form by


Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 11:59 am

Approved as to Funding by


Miyashita, Glenn
Assistant Vice President Capital
Planning
Finance
Feb 17, 2022 12:02 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:17 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Feb 17, 2022 11:05 am

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Concessions/Commercial Development	Subject Federal Aviation Administration Reimbursable Agreement and companion agreement with Weber Gruene DFW 1 LLC for glideslope optimization	Resolution #
---------------------------	--	--	---------------------

Action
That the Chief Executive Officer or designee be authorized to execute a reimbursable agreement with the Federal Aviation Administration (FAA) to reimburse for costs not to exceed \$152,007.91; and that a similar agreement be authorized concurrently with Weber Gruene DFW 1 LLC (Tenant) to reimburse Airport Board.

Description

- This Official Board Action will authorize a reimbursable agreement with the FAA to provide engineering, System Support Center, materials, travel expense and flight check for glideslope optimization of Runway 35R (ILS) AJQ Glideslope.
- FAA, Airport and Tenant are finalizing reimbursable agreements to provide funding for these activities for FAA Facilities at the Airport.
- This Official Board Action will also authorize a reimbursable agreement between the Airport and Tenant to reimburse the Airport for payments to the FAA.

Justification

- The Tenant development of three buildings will impact FAA facilities and equipment located on the Airport, and thus FAA reimbursable-related activities are necessary to further the project.
- The development planned for this site will be a long-term asset for logistics providers.
- Strategic Plan benefits:
 - ◆ Assists with development of land on the Airport in support of the Board's Land Use Plan
 - ◆ Encourages non-core business developments consistent with the Board's policies
 - ◇ Increases non-airline revenues and supports trade within the Dallas/Fort Worth region

D/S/M/WBE Information

- The annual goal for the historical M/WBE Program is 35% and the annual goal for the historical MBE Program is 25%.
- In accordance with the Board's historical M/WBE Program and the historical MBE Program, the goals for this agreement are 32% M/WBE participation for design and 26% MBE participation for construction.
- Weber Gruene DFW 1 LLC has committed to achieving 32% M/WBE participation for design and 26% MBE participation for construction.

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
			\$0	\$0

For Information contact John Brookby 3-4660	Fund	Project #	External Funding Source	Amount
				\$0

Additional Information

- FAA must contract directly with the Airport as the sponsoring agency for this reimbursable agreement supporting Tenant development for the following reasons: 1) Tenant is not an aviation entity, 2) The property impacted is Airport property with FAA equipment based on Airport-FAA leaseholds.
- Board previously authorized three leases and a reimbursement agreement with Tenant entities; Resolutions 2020-08-174, 2020-08-175, 2020-08-176, 2020-08-177.

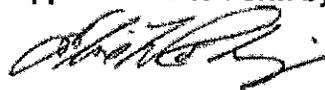
Funding:

- Tenant is funding the FAA reimbursable agreement at costs not to exceed \$152,007.91. Said amount will be paid in advance of the FAA commencing services.

Additional Attachments: Y

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute a reimbursable agreement with the Federal Aviation Administration (FAA) to reimburse for costs not to exceed \$152,007.91; and that a similar agreement be authorized concurrently with Weber Gruene DFW 1 LLC (Tenant) to reimburse Airport Board.

Approved as to Form by


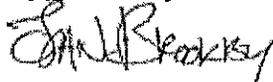
Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:19 am

Approved as to Funding by


Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:06 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:14 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Commercial Development
Feb 15, 2022 1:54 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Concessions/Commercial Development	Subject Federal Aviation Administration Reimbursable Agreement and companion agreement with Weber Gruene DFW 1 LLC for localizer conversion kit	Resolution #	
Action That the Chief Executive Officer or designee be authorized to execute a reimbursable agreement with the Federal Aviation Administration (FAA) to reimburse for costs not to exceed \$103,680; and that a similar agreement be authorized concurrently for Weber Gruene DFW 1 LLC (Tenant) to reimburse the Airport Board.				
Description <ul style="list-style-type: none"> • This Official Board Action will authorize a reimbursable agreement with the FAA, for FAA to provide an expansion kit to allow conversion of the Runway 35R Instrument Landing Systems (ILS) AJQ Localizer. • FAA, the Airport and Tenant are finalizing reimbursable agreements to provide funding for these activities for FAA facilities at the Airport. • This Official Board Action will also authorize a reimbursable agreement between the Airport and Tenant to reimburse the Airport for payments to the FAA. 				
Justification <ul style="list-style-type: none"> • The Tenant development of three buildings will impact FAA facilities and equipment located on the Airport, and thus FAA reimbursable-related activities are necessary to further the project and mitigate impacts. • The development planned for this site will be a long-term asset for logistics providers. • Strategic Plan benefits: <ul style="list-style-type: none"> ◆ Assists with development of land on the Airport in support of the Board's Land Use Plan ◆ Encourages non-core business developments consistent with the Board's policies ◆ Increases non-airline revenues and supports trade within the Dallas/Fort Worth region 				
D/S/M/WBE Information <ul style="list-style-type: none"> • The annual goal for the historical M/WBE Program is 35% and the annual goal for the historical MBE Program is 25% • In accordance with the Board's historical M/WBE Program and the historical MBE Program, the goals for this agreement are 32% M/WBE participation for design and 26% MBE participation for construction. • Weber Gruene DFW 1 LLC has committed to achieving 32% M/WBE participation for design and 26% MBE participation for construction. 				
Contract #	Agreement #	Purchase Order #	Action Amount \$0	Revised Amount \$0
For Information contact John Brookby 3-4660	Fund	Project #	External Funding Source	Amount \$0

Additional Information

- FAA must contract directly with the Airport as the sponsoring agency for this reimbursable agreement supporting Tenant development for the following reasons: 1) Tenant is not an aviation entity, 2) The property impacted is Airport property with FAA equipment based on Airport-FAA leaseholds.
- Board previously authorized three leases and one reimbursement agreement with Tenant entities; Resolutions 2020-08-174, 2020-08-175, 2020-08-176, 2020-08-177.

Funding:

- Tenant is funding the FAA reimbursable agreement at costs not to exceed \$103,680. Said amount will be paid in advance of the FAA commencing services.

Additional Attachments: Y

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

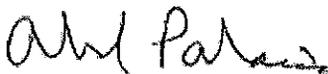
That the Chief Executive Officer or designee be authorized to execute a reimbursable agreement with the Federal Aviation Administration (FAA) to reimburse for costs not to exceed \$103,680; and that a similar agreement be authorized concurrently for Weber Gruene DFW 1 LLC (Tenant) to reimburse the Airport Board.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:20 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:12 pm

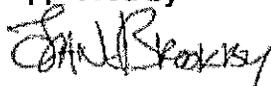
Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:15 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head
Commercial Development
Feb 15, 2022 1:54 pm

Chief Executive Officer

Pending

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Concessions/Commercial Development	Subject Federal Aviation Administration Reimbursable Agreement and companion agreement with Weber Gruene DFW 1 LLC for localizer conversion activities	Resolution #
---------------------------	--	--	---------------------

Action

That the Chief Executive Officer or designee be authorized to execute a reimbursable agreement with the Federal Aviation Administration (FAA) to reimburse for costs not to exceed \$282,051.23; and that a similar agreement be authorized concurrently for Weber Gruene DFW 1 LLC (Tenant) to reimburse Airport Board.

Description

- This Official Board Action will authorize a reimbursable agreement with the FAA for activities related to conversion from a 14-Element Antenna Array to a 20-Element Antenna Array for Runway 35R Instrument Landing Systems (ILS) AJQ Localizer.
- The civil improvements will be designed and constructed by the Tenant and the FAA will provide review of design, construction oversight, electronics installation activities and flight check for the installation of an expansion kit on the ILS Runway 35R AJQ Localizer.
- FAA, Airport and Tenant are finalizing reimbursable agreements to provide funding for these activities for FAA facilities at the Airport.
- This Official Board Action will also authorize a reimbursable agreement between the Airport and Tenant to reimburse the Airport for payments to the FAA.

Justification

- The Tenant development of three buildings will impact FAA facilities and equipment located on the Airport, and thus FAA reimbursable-related activities are necessary to further the project and mitigate impacts.
- The development planned for this site will be a long-term asset for logistics providers.
- Strategic Plan benefits:
 - ◆ Assists with development of land on the Airport in support of the Board's Land Use Plan
 - ◆ Encourages non-core business developments consistent with the Board's policies
 - ◆ Increases non-airline revenues and supports trade within the Dallas/Fort Worth region

D/S/M/WBE Information

- The annual goal for the historical M/WBE Program is 35% and the annual goal for the historical MBE Program is 25%
- In accordance with the Board's historical M/WBE Program and the historical MBE Program, the goals for this agreement are 32% M/WBE participation for design and 26% MBE participation for construction.
- Weber Gruene DFW 1 LLC has committed to achieving 32% M/WBE participation for design and 26% MBE participation for construction.

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
			\$0	\$0
For Information contact	Fund	Project #	External Funding Source	Amount
John Brookby 3-4660				\$0

Additional Information

- FAA must contract directly with the Airport as the sponsoring agency for this reimbursable agreement supporting Tenant development for the following reasons: 1) Tenant is not an aviation entity, 2) The property impacted is Airport property with FAA equipment based on Airport-FAA leaseholds.
- Board previously authorized three leases and a reimbursement agreement with Tenant entities; Resolutions 2020-08-174, 2020-08-175, 2020-08-176, 2020-08-177.

Funding:

- Tenant is funding the FAA reimbursable agreement at costs not to exceed \$282,051.23. Said amount will be paid in advance of the FAA commencing services.

Additional Attachments: **Y**

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to execute a reimbursable agreement with the Federal Aviation Administration (FAA) to reimburse for costs not to exceed \$282,051.23; and that a similar agreement be authorized concurrently for Weber Gruene DFW 1 LLC (Tenant) to reimburse Airport Board.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:20 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:13 pm

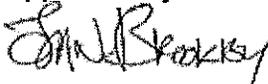
Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:15 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head
Commercial Development
Feb 15, 2022 1:55 pm

Chief Executive Officer

Pending

Date

Reimbursable agreements with Federal Aviation Administration and reimbursable agreements with Weber Gruene DFW 1 LLC

PURPOSE:

Execute three separate reimbursable agreements with FAA, and three similar agreements concurrently with Weber Gruene DFW 1 LLC (Tenant) to provide funding to the Airport Board

DESCRIPTION:

The Tenant development of three buildings will impact FAA facilities and equipment located on the Airport, and thus FAA reimbursable related activities are necessary to further the project and mitigate impacts.

Separate agreements are required due to different scopes and mitigations

FAA reimbursable agreements and companion reimbursable agreements with Tenant

- FAA Procurement of Runway 35R MK20A 20-Element Localizer Conversion Kit in support of Weber Gruene Commercial Development at Dallas Fort Worth International Airport (*not to exceed \$282,051.23*)
- Support for the Runway 35R Localizer Conversion from a 14-Element Antenna Array to a 20-Element Antenna Array and its Impacts on FAA Facilities and Services (*not to exceed \$103,680*)
- Support for the Optimization of the Runway 35R Glideslope and its Impacts on FAA Facilities and Services (*not to exceed \$152,007.91*)

All costs associated are funded by Tenant and will be received prior to execution of FAA reimbursable agreements



\$537,739.14

ACTION AMOUNT

Tenant Cost

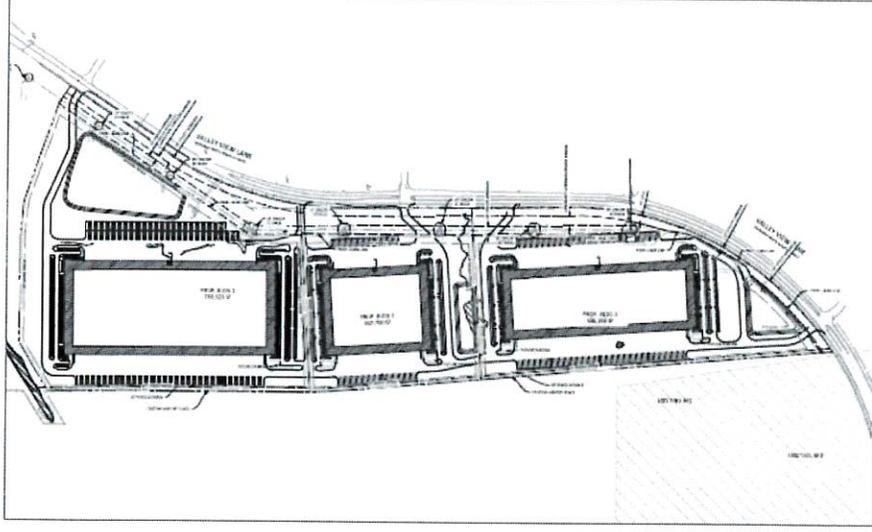
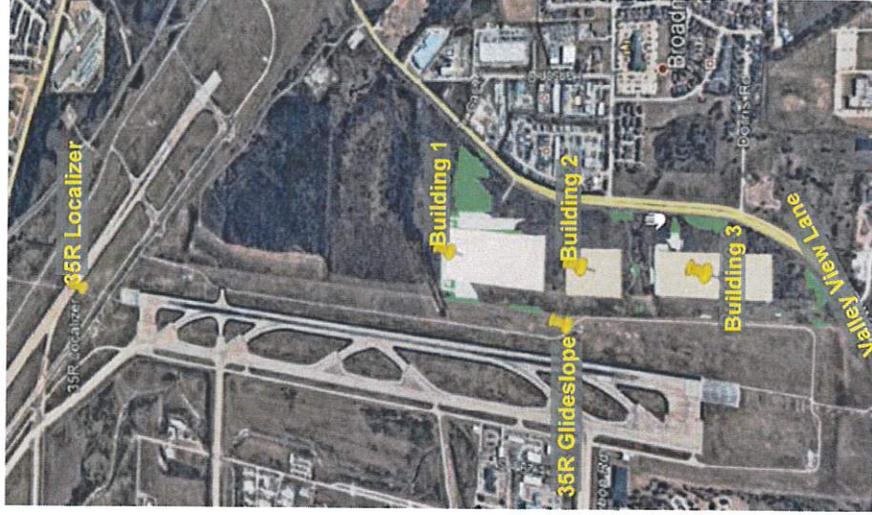
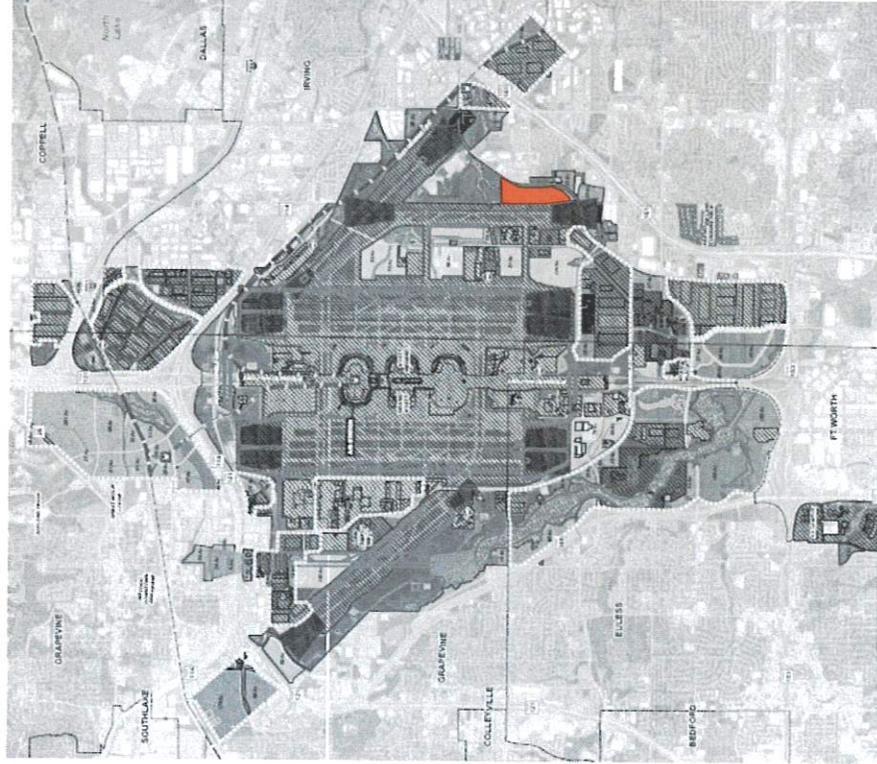
FUNDING SOURCE(S)

N/A

D/S/M/WBE PARTICIPATION



Reimbursable agreements with Federal Aviation Administration and reimbursable agreements with Weber Gruene DFW 1 LLC



**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
OFFICIAL BOARD ACTION/RESOLUTION**

Date 03/03/2022	Committee Concessions/Commercial Development	Subject Amendment of Resolutions for Lease agreements with Weber Gruene DFW 1 LLC, Weber Gruene DFW 2 LLC, Weber Gruene DFW 3 LLC, and a reimbursement agreement with Weber Gruene DFW 1 LLC	Resolution #
---------------------------	--	--	---------------------

Action

That the Chief Executive Officer or designee be authorized to amend Resolutions to provide for termination rights to Weber Gruene DFW 1, 2, 3 LLC (Tenant) due to potential FAA impacts after mitigation.

Description

- Four separate Official Board Actions were approved at the August 6, 2020, Board meeting to authorize three leases and a reimbursement agreement for an industrial development, each with a term of 40 years:
 - ◆ Weber Gruene DFW 1 LLC (Resolution #2020-08-174) for +/-51.04 acres in Irving, Texas
 - ◆ Weber Gurene DFW 2 LLC (Resolution #2020-08-175) for +/-22.42 acres in Irvin, Texas
 - ◆ Weber Gurene DFW 3 LLC (Resolution #2020-08-176) for +/-34.15 acres in Irving, Texas
 - ◆ Weber Gruene DFW 1 LLC (Resolution #2020-08-177) for Board funded improvements
- This Official Board Action is requesting that the Board Resolutions listed above be amended to allow for termination of lease and reimbursements agreement and no reimbursement of Board infrastructure if FAA mitigations determine that the land to be developed cannot be used for its intended purpose.
- Three connected OBAs are being requested at the March 3, 2022, Board meeting to authorize mitigation solutions with the Federal Aviation Administration through reimbursable agreements.

D/S/M/WBE Information

- Not applicable.

Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
			\$0	\$0
For Information contact John Brookby 3-4660	Fund	Project #	External Funding Source	Amount \$0

Justification

- The Tenant development of three buildings will impact FAA facilities and equipment located on the Airport, and thus FAA final flight checks are necessary to determine final impacts after mitigations are complete.
- The previously approved OBAs do not address termination rights if the land cannot be developed as intended.

Additional Attachments: Y

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

That the Chief Executive Officer or designee be authorized to amend Resolutions to provide for termination rights to Weber Gruene DFW 1, 2, 3 LLC(Tenant) due to potential FAA impacts after mitigation.

Approved as to Form by



Rodriguez, Elaine
Legal Counsel
Feb 17, 2022 8:21 am

Approved as to Funding by



Palacios, Abel
Vice President Finance
Finance
Feb 16, 2022 4:13 pm

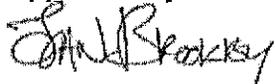
Approved as to M/WBE by



Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Feb 17, 2022 11:16 am

SIGNATURE REQUIRED FOR APPROVAL

Approved by



Department Head
Commercial Development
Feb 15, 2022 1:55 pm

Chief Executive Officer

Pending

Date

