

– NOTICE –
DALLAS FORT WORTH INTERNATIONAL AIRPORT
BOARD OF DIRECTORS
COMMITTEE MEETINGS TUESDAY, DECEMBER 3, 2019

Retirement/Investment Committee: 12:30 p.m.
Operations Committee: 12:40 p.m.
Finance/Audit Committee: 1:00 p.m.
Concessions/Commercial Development Committee: 1:15 p.m.
Executive Compensation Committee: 1:25 p.m.

AGENDA
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
December 5, 2019
8:30 a.m.

MEETING PLACE
2400 AVIATION DRIVE
BOARD ROOM – DFW AIRPORT HEADQUARTERS BUILDING
DFW AIRPORT, TX 75261

THIS MEETING LOCATION IS ACCESSIBLE. REQUESTS FOR ACCOMMODATIONS OR INTERPRETIVE SERVICES MUST BE MADE 48 HOURS PRIOR TO THIS MEETING BY CONTACTING DONNA SCHNELL AT 972-973-5752, FAX 972-973-4601, OR T.D. 1-800-RELAY-TX (1-800-735-2989) FOR INFORMATION OR ASSISTANCE. ADDITIONAL SEATING IS AVAILABLE IN THE MULTI-PURPOSE ROOM 1B1002T ACROSS FROM THE BOARD ROOM.

FOR DFW AIRPORT BOARD MEETING INFORMATION OR TO REGISTER TO SPEAK AT A BOARD MEETING, PLEASE EMAIL THE BOARD SECRETARY OR CALL 972 973-5752 BY 5 P.M. THE DAY BEFORE THE MEETING.

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

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

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

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AGENDA

- A. Invocation – Chaplain DD Hayes
- B. Pledge of Allegiance
- C. Announcements
- D. Approve Minutes of the Regular Board Meeting of November 7, 2019.
- E. Air Service Highlights – Milton De La Paz
- F. Financial Report – Max Underwood
- G. Annual Business Diversity Report – Tamela Lee

RETIREMENT/INVESTMENT COMMITTEE

1. Approve Minutes of the Retirement/Investment Committee Meeting of September 3, 2019.

Discussion Item

2. Quarterly Investment Report – Jack Evatt of AndCo Consulting.

Action Items for Consideration

- | | |
|---------------|--|
| James Mauldin | <ol style="list-style-type: none"> 3. Approve an Asset Management Agreement with AMP Capital for their Global Infrastructure Fund II, in a commitment amount of \$5 million. 4. Approve an Asset Management Agreement with Davis Companies for their Davis Investment Ventures Fund IV, in a commitment amount of \$7.5 million. |
|---------------|--|

OPERATIONS COMMITTEE

5. Approve Minutes of the Operations Committee Meeting of November 5, 2019.

Consent Items for Consideration

- | | |
|---------------|--|
| Alan Black | <ol style="list-style-type: none"> 6. Approve execution of agreements between various Cities and the DFW International Airport Board for the provision of canine explosive detection services and right to reimbursement. 7. Approve execution of a change order to the Joint Development Agreement with SSI, Inc., an Arizona Corporation, to develop a Aircraft Rescue and Fire Fighting (ARFF) Training portal. 8. Approve execution of Contract No. 7006888, for DPS Indoor Range Target Hardware Replacement, with Meggitt Training Systems, Inc., of Suwanee, Georgia, the amount of \$132,000.00, for the two year term of the Contract. |
| Robert Horton | <ol style="list-style-type: none"> 9. Approve execution of Contract No. 7006857, for Fuel Storage System Repair Services, with Unified Services of Texas, of Southlake, Texas, in an amount not to exceed \$86,869.34, for the initial three-year term of the Contract, with options to renew for two additional one-year periods. |

- Tammy Huddleston 10. Approve execution of two Purchase Orders for Vehicles: 276520, to Caldwell Country Chevrolet, of Caldwell, Texas, in the amount of \$32,875.00, for a Passenger Van; and 276655, to Grapevine Dodge Chrysler Jeep, LLC, of Grapevine, Texas, for a Stake Platform Truck with Lift Gate, in the amount of \$56,519.00. Total award amount is \$89,394.00.

Action Items for Consideration

- Rusty Hodapp 11. Approve execution of Contract No. 8005323, for Permit and Inspection Management System, with Tyler Technologies, Inc., of Plano, Texas, in an amount not to exceed \$300,000.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.
12. Approve execution of Contract No. 9500684, for AOA Gate Replacement, with Azteca Enterprises, Inc., of Dallas, Texas, in an amount not to exceed \$4,650,941.00, for the 300 calendar day term of the Contract.
- Robert Horton 13. Approve execution of Purchase Order No. 271401, for four electric COBUS buses, four charging stations, and the one-year lease of two COBUS buses, to COBUS Industries LP, of Trumbull, Connecticut, in the amount of \$4,219,776.00.
- Tammy Huddleston 14. Approve execution of Contract No. 7006858, for Disposal of Deicing Fluid Transportation Services, with NRC Gulf Environmental Services, Inc., of Great River, New York, in the amount not to exceed \$269,887.00, for the three year term of the Contract, with options to renew for two additional one-year periods.
15. Approve execution of Contract No. 7006850, for Roadside Marking Services, with Total Highway Maintenance, LLC, of Cedar Hill, Texas, in an amount not to exceed \$3,567,877.73, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.
16. Approve an increase to Contract No. 7006411, for Enterprise Baggage Handling System Program, for Terminals B and E with Vanderlande Industries, Inc., of Marietta Georgia, in an amount not to exceed \$35,171,377.33, for a revised Contract amount of \$74,339,514.58.

CLOSED SESSION

17. 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) Mutually Agreed Temporary Suspension of Work

OPEN SESSION

- | | |
|--------------|--|
| Rusty Hodapp | 18. Approve ratification of the Letter Agreement related to the resolution of the suspension of work for Contract No. 9500618, for Integrated Operations Center – Construction Manager at Risk, with Holder Construction – Source Building, A Joint Venture, of Atlanta, Georgia. |
| | 19. Approve an increase to Contract 9500618, for Integrated Operations Center – Construction Manager at Risk, with Holder Construction – Source Building, A Joint Venture, of Atlanta, Georgia, in an amount not to exceed \$3,513,977.00, for a revised Contract amount of \$31,100,000.00. |

Discussion Items

- | | |
|--------------|--|
| Rusty Hodapp | 20. There are no Construction and Professional Services Contract increase(s) approved by authorized staff. |
| | 21. Decrease(s)/increase(s) in Scope of Work approved by authorized staff. |

FINANCE/AUDIT COMMITTEE

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|---------------|---|
| | 22. Approve Minutes of the Finance/Audit Committee Meeting of November 5, 2019. |
| Max Underwood | 23. Financial Report. |

Consent Items for Consideration

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|---------------|---|
| Naveen Bandla | 24. Approve execution of Contract No. 8005325, for Route Forecast Software and Support, with Sabre GLBL, Inc., of Southlake, Texas, in an amount not to exceed \$232,000.00, for the initial one year term of the Contract, with options to renew for four additional one-year periods. |
| Armin Cruz | 25. Approve execution of Contract No. 7006866, for Skidata Parking Ticket Stock, with Southland Printing Company, Inc., of Shreveport, Louisiana, in an amount not to exceed \$122,908.60, for the initial one-year term of the Contract, with options to renew for four additional one-year periods. |
| James Mauldin | 26. Approve acceptance of funding, in the amount of \$100,000.00, from FY 2019 Urban Area Security Initiative Grant #3914101; that the Board agrees that the project 2019 UASI - EOD X-Ray Equipment Enhancement will be operated through DFW Department of Public Safety; that the Board agrees that in the event of loss or misuse of the Office of the Governor funds, Board assures that the funds will be returned to the Office of the Governor in full; that the Board designates the Vice President of Treasury Management as the grantee's authorized official and gives the authorized official the power to apply for, accept, reject, alter or terminate the grant on behalf of the applicant agency; and |

that the Board approves submission of the grant application for project 2019 UASI - EOD X-Ray Equipment Enhancement to the Office of the Governor.

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| Elaine Rodriguez | 27. Approve an increase to Legal Services Contract No. 8004258 with Munck Wilson Mandala in the amount of \$50,000.00 for a new not to exceed amount of \$396,250.00. |
| | 28. Approve an increase to Legal Services Contract No. 8004985 with the firm of Moses, Palmer & Howell, L.L.P., of Fort Worth, Texas, in an amount not to exceed \$200,000.00, for a revised contract amount not to exceed \$991,750.00. |
| Greg Spoon | 29. Approve execution of a Interlocal Agreement Contract No. 7006882, between the Board and the City of Duncanville, Texas, to purchase goods and services from Airport Contracts. |
| Michael Youngs | 30. Approve an increase to Contract No. 7006647, for the Parking Guidance System Extension for Terminals B, C, and E, with Indect USA Corporation, of Carrollton, Texas, in an amount not to exceed \$90,680.00, for a revised Contract amount of \$612,260.00. |

Action Items for Consideration

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| Jeff Benvegna | 31. Approve execution of a lease agreement with American Airlines, Inc. for approximately 21.56 acres of land to construct a new flight kitchen. |
| JJ Cawelti | 32. Approve Interlocal Agreements and Contracts for training, education and research partnerships: Contract No. 8005335, with Texas Christian University (TCU) of Fort Worth, Texas, in an amount not to exceed \$150,000.00; and Contract No. 8005334, with Southern Methodist University (SMU) of Dallas, Texas, in an amount not to exceed \$150,000.00, for the initial one-year term of the Contracts, with options to renew annually. Total award amount is \$300,000.00. |
| | 33. Approve an increase to Contracts No. 7006808, with Dallas County Community College District (DCCCD), of Dallas, TX, in an amount not to exceed \$100,600.00, for a revised Contract amount of \$150,000.00; Contract No. 7003647, with Tarrant County College (TCC), of Fort Worth, TX, in an amount not to exceed \$100,000.00, for a revised Contract amount of \$150,000.00; and execute Contract No. 7006510 with the University of Texas System (UTS), of Austin, TX, in an amount not to exceed \$150,000.00 for training, education, research and innovation partnerships for a total action amount not to exceed \$350,600.00 for the initial one-year term of the Contracts with options to renew annually. |
| Catrina Gilbert | 34. Approve authorization to bind and procure an Insurance Policy for Medical Stop Loss Insurance, with Blue Cross and Blue Shield of Texas (BCBSTX), in the amount of \$2,907,400.00, for the policy year effective January 1, 2020. |

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| James Mauldin | 35. Approve Investment Policy, Investment Strategies, Approved Broker/Dealers and Training Sources for the period of February 1, 2020 through January 31, 2021. |
| Michael Youngs | <p>36. Approve an increase Contract No. 7006392, for Cellular and Data Services, with AT&T Mobility National Accounts LLC, of Atlanta, Georgia, in an amount not to exceed \$250,000.00, for a revised Contract amount of \$1,246,000.00.</p> <p>37. Approve execution of Contract No. 8005314, for Enhanced Call Center System, with Voxai Solutions, Inc., of Coppell, Texas, in an amount not to exceed \$2,999,116.00, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.</p> |

Discussion Items

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|------------|---|
| Tamela Lee | 38. Monthly D/S/M/WBE Expenditure Report. |
| Greg Spoon | 39. Purchase Orders/Contracts and Professional Service Contract approved by Authorized Staff. |

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

40. Approve the minutes of the Concessions/Commercial Development Committee Meeting of November 5, 2019.

Consent Items for Consideration

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|-----------------|---|
| Zenola Campbell | 41. Approve ratification of Purchase Order No. 276557, for Terminal A13 Storage Lift Move & Replacement, with Indoff, Inc., of St. Louis, Missouri, in the amount of \$53,800.00. |
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Action Items for Consideration

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|-----------------|--|
| Zenola Campbell | <p>42. Approve a Lease Agreement with HG Multiplex DFW JV and the Dallas Fort Worth International Airport Board.</p> <p>43. Approve amendment to the "Product Exclusive Rights" sections of all concession tenant leases.</p> <p>44. Approve extensions to lease terms for locations impacted by the Terminal Renewal and Improvement Program.</p> <p>45. Approve a Lease Agreement with Host Java Howell DFW F, LLC and the Dallas Fort Worth International Airport Board.</p> <p>46. Approve authorization to allow current landside Concessions locations in Terminals A, B and E to close.</p> |
|-----------------|--|

47. Approve amendment to Concession leases in Terminal D Center/South impacted by sales falling below the original anticipated sales threshold.

EXECUTIVE COMPENSATION COMMITTEE

48. Approve the minutes of the Executive Compensation Committee Meeting of November 5, 2019.

Sean Donohue

49. FY2019 Performance.

CLOSED SESSION

50. In accordance with provisions of Section 551.074 of the Texas Government Code, a closed session will be held to discuss the qualifications or performance of identifiable Board employees, to wit:
 - a) Review and Evaluate the Performance of the Chief Executive Officer.
 - b) Review and Evaluate the Performance of the Director of Audit Services.

OPEN SESSION

Action Items for Consideration

51. Approve amendment to Resolution No. 2019-11-277 to correct Fiscal Year 2020 Management Incentive Compensation Program Goals for the Chief Executive Officer.
52. Approve an Incentive Compensation Payment for Fiscal Year 2019 for the Chief Executive Officer.
53. Approve a Salary Adjustment for the Chief Executive Officer.
54. Approve Fiscal Year 2020 Incentive Compensation Programs Goals for the Director of Audit Services.
55. Approve an Incentive Compensation Payment for Fiscal Year 2019 for the Director of Audit Services.
56. Approve a Salary Adjustment for the Director of Audit Services.

FULL BOARD

- 57. Registered Speakers (items unrelated to agenda items)
- 58. Next Committee meetings – January 7, 2020
Next Regular Board meeting – January 9, 2020

**AGENDA
RETIREMENT/INVESTMENT COMMITTEE MEETING
TUESDAY, DECEMBER 3, 2019
12:30 p.m.**

RETIREMENT/INVESTMENT COMMITTEE

1. Approve Minutes of the Retirement/Investment Committee Meeting of September 3, 2019.

Discussion Item

2. Quarterly Investment Report – Jack Evatt of AndCo Consulting.

Action Item for Consideration

- | | |
|---------------|---|
| James Mauldin | <ol style="list-style-type: none">3. Approve an Asset Management Agreement with AMP Capital for their Global Infrastructure Fund II, in a commitment amount of \$5 million.4. Approve an Asset Management Agreement with Davis Companies for their Davis Investment Ventures Fund IV, in a commitment amount of \$7.5 million. |
|---------------|---|

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

Date 12/05/2019	Committee Retirement & Investments	Subject Approve an Asset Management Agreement with AMP Capital	Resolution #
Action That the Chief Executive Officer or designee be authorized to enter into an Asset Management Agreement with AMP Capital for their Global Infrastructure Fund II, in a commitment amount of \$5 million.			
Description <ul style="list-style-type: none"> • AMP Capital is the investment arm of AMP Group, one of the leading independent wealth management companies in Australia and New Zealand. Ranked in the top 12 infrastructure managers globally based on assets under management, the firm has been investing in infrastructure for more than 30 years and has more than \$13 billion of infrastructure investments globally. • AMP's strategy for this fund is a continuation of its predecessor's strategy of building a diversified portfolio of infrastructure assets with a focus on mature assets that generate cash yield and offer sustainable long-term cash flow and growth potential. The return objective is 12% to 15% on a gross basis with a 4% to 6% cash yield. • The management fee of 150 basis points and 20% of profits after an 8% hurdle (subject to a 90/10 catch-up) is standard for the asset class. • Funding will come from distributions from other private equity funds and will not change the overall asset allocation. Justification <ul style="list-style-type: none"> • This action will provide additional diversification for the portfolio, with a top tier investment manager, while maintaining proper allocations. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • 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 InformationAdditional 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 AMP Capital for their Global Infrastructure Fund II, in a commitment amount of \$5 million.

Approved as to Form by

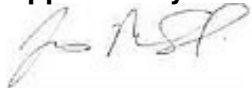

Rodriguez, Elaine
Legal Counsel
Nov 20, 2019 5:17 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 10:51 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 9:28 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 20, 2019 4:03 pm

Pending

Chief Executive Officer

Date

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

OFFICIAL BOARD ACTION/RESOLUTION

Date 12/05/2019	Committee Retirement & Investments	Subject Approve an Asset Management Agreement with Davis Companies	Resolution #
Action That the Chief Executive Officer or designee be authorized to enter into an Asset Management Agreement with Davis Companies for their Davis Investment Ventures Fund IV, in a commitment amount of \$7.5 million.			
Description <ul style="list-style-type: none"> • Davis, operating since the mid-70s, is a leading value-add real estate management firm that operates solely in the Northeast U.S. Since its inception, Davis has managed \$6.2 billion in gross value and almost \$900 million in mortgage debt. • This fund will continue the firm's strategy of low-cost origination and value creation of assets with a primary focus on markets in the Northeast U.S. As central drivers have shifted from the production of physical goods towards technology and innovation clustered around intellectual capital, real estate markets from Washington, DC to Boston are expected to outperform the broader national average. It is anticipated that this strategy will allow the fund to generate a net IRR of 14% to 16% using below-average amounts of leverage. • The management fee is 150 basis points on committed and invested capital, and 20% of profits after an 8% hurdle - subject to a 50/50 catch-up. This arrangement is considered standard for the value-add space. • Funding will come from distributions from other private equity funds and will not change the overall asset allocation. 			
Justification <ul style="list-style-type: none"> • This action will provide additional diversification for the portfolio while maintaining proper allocations. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • 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 InformationAdditional 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 Davis Companies for their Davis Investment Ventures Fund IV, in a commitment amount of \$7.5 million.

Approved as to Form by

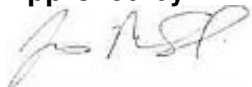

Rodriguez, Elaine
Legal Counsel
Nov 20, 2019 5:18 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 10:51 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 9:29 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 20, 2019 4:04 pm

Pending

Chief Executive Officer

Date

**AGENDA
OPERATIONS COMMITTEE MEETING
TUESDAY, DECEMBER 3, 2019
12:40 p.m.**

OPERATIONS COMMITTEE

5. Approve Minutes of the Operations Committee Meeting of November 5, 2019.

Consent Items for Consideration

- | | |
|------------------|--|
| Alan Black | 6. Approve execution of agreements between various Cities and the DFW International Airport Board for the provision of canine explosive detection services and right to reimbursement. |
| | 7. Approve execution of a change order to the Joint Development Agreement with SSI, Inc., an Arizona Corporation, to develop a Aircraft Rescue and Fire Fighting (ARFF) Training portal. |
| | 8. Approve execution of Contract No. 7006888, for DPS Indoor Range Target Hardware Replacement, with Meggitt Training Systems, Inc., of Suwanee, Georgia, the amount of \$132,000.00, for the two year term of the Contract. |
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| Tammy Huddleston | 10. Approve execution of two Purchase Orders for Vehicles: 276520, to Caldwell Country Chevrolet, of Caldwell, Texas, in the amount of \$32,875.00, for a Passenger Van; and 276655, to Grapevine Dodge Chrysler Jeep, LLC, of Grapevine, Texas, for a Stake Platform Truck with Lift Gate, in the amount of \$56,519.00. Total award amount is \$89,394.00. |

Action Items for Consideration

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- | | |
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| | 12. Approve execution of Contract No. 9500684, for AOA Gate Replacement, with Azteca Enterprises, Inc., of Dallas, Texas, in an amount not to exceed \$4,650,941.00, for the 300 calendar day term of the Contract. |
| Robert Horton | 13. Approve execution of Purchase Order No. 271401, for four electric COBUS buses, four charging stations, and the one-year lease of two COBUS buses, to COBUS Industries LP, of Trumbull, Connecticut, in the amount of \$4,219,776.00. |
| Tammy Huddleston | 14. Approve execution of Contract No. 7006858, for Disposal of Deicing Fluid Transportation Services, with NRC Gulf Environmental Services, Inc., of Great River, New York, in the amount not to exceed \$269,887.00, for the three year term of the Contract, with options to renew for two additional one-year periods. |
| | 15. Approve execution of Contract No. 7006850, for Roadside Marking Services, with Total Highway Maintenance, LLC, of Cedar Hill, Texas, in an amount not to exceed \$3,567,877.73, for the initial three-year term of the Contract, with options to renew for two additional one-year periods. |
| | 16. Approve an increase to Contract No. 7006411, for Enterprise Baggage Handling System Program, for Terminals B and E with Vanderlande Industries, Inc., of Marietta Georgia, in an amount not to exceed \$35,171,377.33, for a revised Contract amount of \$74,339,514.58. |

CLOSED SESSION

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a) Mutually Agreed Temporary Suspension of Work

OPEN SESSION

- | | |
|--------------|---|
| Rusty Hodapp | 18. Approve ratification of the Letter Agreement related to the resolution of the suspension of work for Contract No. 9500618, for Integrated Operations Center – Construction Manager at Risk, with Holder Construction – Source Building, A Joint Venture, of Atlanta, Georgia. |
|--------------|---|

19. Approve an increase to Contract 9500618, for Integrated Operations Center – Construction Manager at Risk, with Holder Construction – Source Building, A Joint Venture, of Atlanta, Georgia, in an amount not to exceed \$3,513,977.00, for a revised Contract amount of \$31,100,000.00.

Discussion Items

20. There are no Construction and Professional Services Contract increase(s) approved by authorized staff for this reporting period.
21. Decrease(s)/increase(s) in Scope of Work approved by authorized staff.

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

Date	Committee	Subject	Resolution #	
12/05/2019	Operations	Agreement for Canine Explosive Detection Services		
Action That the Chief Executive Officer or designee be authorized to execute agreements between various Cities and the DFW International Airport Board for the provision of canine explosive detection services and right to reimbursement.				
Description <ul style="list-style-type: none">• Approve agreements with various cities for the provision of canine explosive detection services				
Justification <ul style="list-style-type: none">• Various cities upon occasion may have a need for a canine trained to detect the presence of explosives, handled by a certified peace officer, to provide the necessary law enforcement services to ensure the safety of the public.• This agreement sets the terms, conditions and procedures by which the cities may request and obtain the stated services.• This agreement provides the right to reimbursement from the requesting cities for such services at an hourly rate of \$70.28 with annual increases as necessary.• This agreement is intended to support special events and is separate from the Airport's mutual aid agreement with the cities.				
D/S/M/WBE Information <ul style="list-style-type: none">• N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Interlocal Agreement).				
Schedule/Term <ul style="list-style-type: none">• Effective upon execution by the Board and each party. Terminate upon thirty business days written notice to discontinue participation.				
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
			\$0	\$0
For Information contact	Fund	Project #	External Funding Source	Amount
Alan Black 3-3500				\$0

Additional Information

- The agreement specifies liabilities, qualifications, operational control, and terms for services.

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 agreements between various cities and the DFW International Airport Board for the provision of canine explosive detection services and right to reimbursement.

Approved as to Form by


Rodriguez, Elaine
Legal Counsel
Nov 20, 2019 3:05 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 10:51 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 9:30 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Public Safety
Nov 19, 2019 2:31 pm

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #	
12/05/2019	Operations	Joint Development Agreement with SSI, Inc. for Air Rescue Fire Fighting Training Portal		
Action That the Chief Executive Officer or designee be authorized to execute a change order to the Joint Development Agreement with SSI, Inc., an Arizona Corporation, to develop an aircraft rescue and fire fighting (ARFF) training portal.				
Description <ul style="list-style-type: none">The DFW Fire Training and Research Center and SSI currently have a joint development agreement in place for an aircraft rescue and fire fighting training portal to meet 14 CFR Part 139.319 training requirements. Justification <ul style="list-style-type: none">The change order is needed to<ul style="list-style-type: none">Extend current term for 15 monthsClarify pricing and volume discounts for the various productsInclude consent terms for discounts exceeding 15%Develop standardized reportingAdd a 12th ARFF moduleFY19 Revenue for DFW was \$21,000.00 with a 6% increase forecasted for FY20.The joint development agreement provides DFW with a no expense training platform in exchange for using DFW and FTRC subject matter expertise.				
D/S/M/WBE Information <ul style="list-style-type: none">N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Interlocal Agreement).				
Schedule/Term <ul style="list-style-type: none">15 months and will expire on March 11, 2021.				
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
			\$0	\$0
For Information contact	Fund	Project #	External Funding Source	Amount
Alan Black 3-3500				\$0

Additional Information

- The original agreement was approved by the Board in July 2015. The implementation date of the Agreement was December 6, 2016 and the current agreement expires on December 6, 2019.

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 a change order to the Joint Development Agreement with SSI, Inc., an Arizona Corporation, to develop an aircraft rescue and fire fighting (ARFF) training portal.

Approved as to Form by


Rodriguez, Elaine
Legal Counsel
Nov 20, 2019 3:04 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 10:51 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 9:29 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Public Safety
Nov 19, 2019 2:30 pm

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #		
12/05/2019	Operations	Department of Public Safety Indoor Range Target Hardware Replacement			
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 7006888, for Department of Public Safety Indoor Range Target Hardware Replacement, with Meggitt Training Systems, Inc., of Suwanee, Georgia, the amount of \$132,000.00, for the two year term of the Contract.					
Description <ul style="list-style-type: none">Award a Contract for Indoor Range Hardware Replacement for the Airport's Department of Public Safety (DPS). Justification <ul style="list-style-type: none">This contract will provide for the installation of a ten lane of next generation wireless random turning, self propelled 360 degree target system.The indoor range target system hardware is over 20 years old and has reached end of life.The range has 10 shooting lanes, and currently five lanes are out of service and beyond repair.The internal components to replace and repair the exisitng system are no longer in production.					
D/S/M/WBE Information <ul style="list-style-type: none">The annual goal for the SBE Program is 20%.N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Sole Source).					
Schedule/Term <ul style="list-style-type: none">Start Date: January 2020Contract Term: Two Years					
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount	
7006888			\$132,000.00	\$0	
For Information contact		Fund	Project #	External Funding Source	Amount
Alan Black 3-3500 Sonji Brown-Killyon 3-5648		DFW Capital Acct	26832-01		\$132,000.00

Additional Information

- This is a Sole Source Contract with a company uniquely qualified based on their current internal system components.
- Projected total for this Contract, if approved, is \$132,000.00

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. 7006888, for DPS Indoor Range Target Hardware Replacement, with Meggitt Training Systems, Inc., Suwanee, Georgia, in the amount of \$132,000.00, for the two year term of the Contract.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 3:43 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 2:41 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:58 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Public Safety
Nov 20, 2019 3:36 pm

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #	
12/05/2019	Operations	Fuel Storage System Repair Services		
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 7006857, for Fuel Storage System Repair Services, with Unified Services of Texas, of Southlake, Texas, in an amount not to exceed \$86,869.34, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.				
Description <ul style="list-style-type: none">Award a Contract for Fuel Storage System Repair Services in support of the Airport's Environmental Affairs Department. Justification <ul style="list-style-type: none">Replaces an existing Contract that has been in place for two years.This Contract is to provide services to the underground and above ground fuel storage systems as determined by the Airport's Environmental Affairs Department.The contractor will provide all materials, labor, and equipment necessary for on-site repairs and maintenance on an as-needed basis for all components of the existing fuel storage systems.				
D/S/M/WBE Information <ul style="list-style-type: none">The annual goal for the SBE Program is 20%.In accordance with the Board's SBE Program, no SBE goal was set for this Contract due to the limited availability of SBE firms that perform this service.Unified Services of Texas is a certified Small Business Enterprise (NM-C); therefore will be counted towards the Board's overall SBE Program goals.				
Schedule/Term <ul style="list-style-type: none">Start Date: December 2019Contract Term: Three years, with two one-year renewal options				
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
7006857			NTE \$86,869.34	\$0
For Information contact	Fund	Project #	External Funding Source	Amount
Robert Horton 3-5563 Helen Chaney 3-2523	Operating Fund			\$86,869.34

- One Best Value bid, from an SBE firm, was received on or before the due date of October 22, 2019.
- Based on evaluations of the bid submitted, the Evaluation Committee, consisting of representatives for the Airport's Environmental Affairs, Energy Transportation & Asset Management, and Business Diversity and Development Departments, recommends that the Contract be awarded to Unified Services of Texas, of Southlake, Texas.
- Projected Total for the Contract including all renewals, if approved, is \$144,782.23.

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. 7006857, for Fuel Storage System Repair Services, with Unified Services of Texas, of Southlake, Texas, in an amount not to exceed \$86,869.34, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.

Approved as to Form by

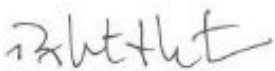

Tomme, Paul
Legal Counsel
Nov 21, 2019 3:37 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 2:30 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 1:49 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Environmental Affairs
Nov 20, 2019 4:25 pm

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #		
12/05/2019	Operations	Purchase Vehicles			
Action That the Chief Executive Officer or designee be authorized to execute two Purchase Orders for Vehicles: 276520, to Caldwell Country Chevrolet, of Caldwell, Texas, in the amount of \$32,875.00, for a passenger van; and 276655, to Grapevine Dodge Chrysler Jeep, LLC, of Grapevine, Texas, for a stake platform truck with lift gate, in the amount of \$56,519.00. Total award amount is \$89,394.00.					
Description <ul style="list-style-type: none">• Purchase two vehicles for the Airport's Energy, Transportation & Asset Management Department. 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.• Programed replacement of Board 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 SBE Program is 20%.• N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Goods/Finished Products).					
Schedule/Term <ul style="list-style-type: none">• Purchase Date: December 2019• Delivery Date: June 2020					
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount	
		276520	\$32,875.00	\$0	
		276655	\$56,519.00	\$0	
For Information contact		Fund	Project #	External Funding Source	Amount
Tammy Huddleston 3-6132 Keith White 3-5638		DFW Capital Acct	26796-01		\$89,394.00

Additional Information

- Two bids, none from SBE firms, were received on or before the due date of November 12, 2019.
- Bid Tabulation attached.
- Caldwell Country Chevrolet, of Caldwell, Texas, is the lowest responsive, responsible Bidder for the passenger van.
- Grapevine Dodge Chrysler Jeep, LLC, of Grapevine, Texas, is the lowest responsive, responsible Bidder for the stake platform truck with lift gate.

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 two Purchase Orders for Vehicles: 276520, to Caldwell Country Chevrolet, of Caldwell, Texas, in the amount of \$32,875.00, for a passenger van; and 276655, to Grapevine Dodge Chrysler Jeep, LLC, of Grapevine, Texas, for a stake platform truck with lift gate, in the amount of \$56,519.00. Total award amount is \$89,394.00.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 3:37 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 2:31 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 1:50 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Energy & Transportation Mgmt
Nov 20, 2019 3:39 pm

Pending

Chief Executive Officer

Date

Purchase Order No. 276520
Purchase Vehicles
Bid Tabulation

Bidders	Bid Amount
Caldwell Country Chevrolet Caldwell, Texas	\$101,645.00
Grapevine Dodge, Chrysler, Jeep, Ram Grapevine, Texas	\$56,519.00 (Partial Bid)

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

Date	Committee	Subject	Resolution #		
12/05/2019	Operations	Permit and Inspection Management System			
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 8005323, for Permit and Inspection Management System, with Tyler Technologies, Inc., of Plano, Texas, in an amount not to exceed \$300,000.00, 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 Permit and Inspection Management System for the Airport's Design, Code and Construction Department. Justification <ul style="list-style-type: none">This system will provide a cloud-based business solution for permitting, inspection and approvals of construction under the DFW Airport Building Codes.The application supports issuance, monitoring and approval of construction related building permits and certificates of occupancy by the Board through the Design, Code and Construction Department.The system will replace a software system that had been in place for approximately 20 years and is no longer supported by the manufacturer for upgrades, maintenance and support services.The system will provide a modern user interface enabling the Board and its building construction permit applicants an easy to use and configurable interface, including a fully compliant payment card industry data security standard financial processing module for permit fees.					
D/S/M/WBE Information <ul style="list-style-type: none">The annual goal for the SBE Program is 20%.In accordance with the Board's SBE Program, no SBE goal was determined for this Contract due to no availability of SBE firms that perform this service.					
Schedule/Term <ul style="list-style-type: none">Start Date: December 2019Contract Term: One year, with four additional one-year renewal options.					
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount	
8005323			NTE \$300,000.00	\$0	
For Information contact		Fund	Project #	External Funding Source	Amount
Rusty Hodapp		Operating Fund			\$251,100.00
3-1891		DFW Capital Acct	TBD		\$48,900.00
Shannon Hamilton					
3-5620					

Additional Information

- Five proposals, none from SBE firms, were received on or before the due date of October 25, 2019.
 - ◆ Tyler Technologies, Inc., of Plano, Texas
 - ◆ INCAPSLATE, of Washington, D.C.
 - ◆ Planet Technologies, Inc., of Germantown, Maryland
 - ◆ ProDIGIO, Inc., of Calabasas, California
 - ◆ sCube, Inc., of Albany, New York
- Based on evaluations of the proposals submitted, the Evaluation Committee, consisting of representatives from the Airport's Information Technology Services, Design, Code and Construction, Planning, Public Safety and the Business Diversity and Development Departments, recommends that the Contract be awarded to Tyler Technologies, Inc, Plano, Texas.
- Projected total of the Contract including all renewals, if approved, is \$1,325,840.00.
- Split funded \$251,100 to Operating Budget for cloud-based subscription fees and implementation expenses, remaining \$48,900 to DFW Capital Acct for application development costs to bring this into service in DFW's environment.

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. 8005323, for Permit and Inspection Management System, with Tyler Technologies, Inc., of Plano, Texas, in an amount not to exceed \$300,000.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 4:02 pm

Approved as to Funding by


Miyashita, Glenn
Assistant Vice President Capital
Planning
Finance
Nov 21, 2019 2:32 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 1:50 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 20, 2019 3:22 pm

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #		
12/05/2019	Operations	AOA Gate Replacement			
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 9500684, for AOA Gate Replacement, with Azteca Enterprises, Inc., of Dallas, Texas, in an amount not to exceed \$4,650,941.00, for the 300 calendar day term of the Contract.					
Description <ul style="list-style-type: none">Award a Contract to replace the Airfield Operations Area (AOA) gates. Justification <ul style="list-style-type: none">This action will provide for additional security enhancements to the AOA by replacing ingress/egress gates and controllers at various locations along the airfield perimeter.Existing AOA gates and controllers are at the end of their rated service life and will be replaced with crash barrier gate systems that are more reliable and maintainable.					
D/S/M/WBE Information <ul style="list-style-type: none">The annual goal for the MBE Program is 25%.In accordance with the Board's MBE Program, the MBE goal for this contract is 15%.Azteca Enterprises, Inc. (HM-C) has committed to achieving 17.12% MBE participation, including 9.81% self-performance and 7.31% subcontracting participation utilizing Alman Construction Services, L.P. (HM-C).					
Schedule/Term <ul style="list-style-type: none">Start Date: January 2020Contract Duration: 300 calendar days					
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount	
9500684			NTE \$4,650,941.00	\$0	
For Information contact		Fund	Project #	External Funding Source	Amount
Rusty Hodapp 3-1891 Dalia Sanders 3-1889		DFW Capital Acct	26687-01		\$4,650,941.00

Additional Information

- Five bids, including 2 from MBE/WBE firms, were received on or before the due date of November 4, 2019.
- Bid Tabulation attached
- Azteca Enterprises, 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. 9500684, for AOA Gate Replacement, with Azteca Enterprises, Inc., of Dallas, Texas, in an amount not to exceed \$4,650,941.00, for the 300 calendar day term of the Contract.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 4:03 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 2:32 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 1:50 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 20, 2019 3:22 pm

Pending

Chief Executive Officer

Date

**Contract No. 9500684
AOA Gate Replacement
Bid Tabulation**

Bidders	Bid Amount
Azteca Enterprises, Inc. ^{N1} Dallas, Texas	\$4,650,941.00
Gilbert May, Inc., dba Phillips/May Corporation ^{N1} Dallas, Texas	\$5,346,333.00
A-1 American Fence, Inc. Orange, Texas	\$5,568,981.33
Construction Rent A Fence, Inc. ^{N2} Taylor, Texas	\$5,715,199.50
Gadberry Construction Company, Inc. Dallas, Texas	\$5,952,144.00
Note: 1. MBE - Certified through North Central Texas Regional Certification Agency 2. WBE - Certified through North Central Texas Regional Certification Agency	

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

Date	Committee	Subject	Resolution #		
12/05/2019	Operations	COBUS Fleet Purchase			
Action That the Chief Executive Officer or designee be authorized to execute Purchase Order No. 271401, for four electric COBUS buses, four charging stations, and the one-year lease of two COBUS buses, to COBUS Industries LP, of Trumbull, Connecticut, in the amount of \$4,219,776.00.					
Description <ul style="list-style-type: none">• Purchase four electric COBUS buses for the Airport's Parking / Transportation Business Unit.• Purchase four external quick charging units (60kW).• Lease two COBUS buses to support summer 2020 hardstand operations prior to expected delivery of electric COBUS in November 2020.• This purchase order will support the additional hardstand operations, bringing the existing hardstand busing fleet up to a total of 11 COBUS.					
Justification <ul style="list-style-type: none">• NCTCOG provided a letter of commitment for \$3.5M in Transportation Improvement Program (TIP) funding on November 6, 2019, in support of the purchase of electric versus diesel buses. The TIP modification to support the project funding was approved by the Regional Transportation Council (RTC) on November 14, 2019. TxDOT approval of the funding allocation is expected in the spring of 2020.• COBUS fleet electrification will serve the dual purpose of improving regional air quality and reducing DFW's carbon footprint, supporting carbon neutrality accreditation.• Total project costs, including design and construction, are estimated at \$5.5M.• The Airport will be reimbursed for expenses in excess of \$1.9M by the NCTCOG strategic funding, up to \$3.5M.					
D/S/M/WBE Information <ul style="list-style-type: none">• The annual goal for the SBE Program is 20%.• N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Goods/Finished Products).					
Schedule/Term <ul style="list-style-type: none">• Purchase Date: November 2019• Anticipated Delivery Date: November 2020					
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount	
		271401	\$4,219,776.00	\$0	
For Information contact		Fund	Project #	External Funding Source	Amount
Robert Horton 3-5563		Joint Capital Acct	26816-01		\$1,959,417.00
Keith White 3-5638				NCTCOG Grant	\$2,260.359.00

Additional Information

- This purchase is exempt from competitive bidding, in accordance with Local Government Code 252.022, as it is available from only one source.
- The original purchase of COBUS began in 2009 with the purchase of one for hardstand operations.
 - ◆ In 2012, the Board approved a purchase of two additional COBUS as a sole source to stay consistent with the bussing operations and maintenance.
 - ◆ In 2014, the Board approved a purchase of three additional COBUS as a sole source purchase.
 - ◆ In 2015, the Board approved a purchase of one additional COBUS as a sole source purchase.
- Split funded JCA-Bonds for bus purchase and related accessories, JCA-cash for COBUS lease and training costs since it will be expensed for accounting treatment purposes.

Description	DFW Cost	Grant Funding	Total
Buses & Charging Stations	\$1,959,417	\$2,260,359	\$4,219,776
Infrastructure Design & Construction	\$0	\$1,250,000	\$1,250,000
Total Project Cost	\$1,959,417	\$3,510,359	\$5,469,776

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 Order No. 271401, for four electric COBUS buses, four charging stations, and the one-year lease of two COBUS buses, to COBUS Industries LP, of Trumbull, Connecticut, in the amount of \$4,219,776.00.

Approved as to Form by

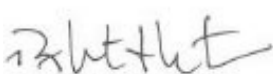

Tomme, Paul
Legal Counsel
Nov 21, 2019 4:04 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 5:26 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 1:51 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Environmental Affairs
Nov 21, 2019 10:02 am

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #	
12/05/2019	Operations	Disposal of Deicing Fluid Transportation Services		
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 7006858, for Disposal of Deicing Fluid Transportation Services, with NRC Gulf Environmental Services, Inc., of Great River, New York, in the amount not to exceed \$269,887.00, for the three-year term of the Contract, with options to renew for two additional one-year periods.				
Description <ul style="list-style-type: none">Award a Contract to provide the removal, transportation and disposal of spent deicing fluid used in the deicing of aircraft during freezing and wet weather. Justification <ul style="list-style-type: none">Replaces an existing Contract that has been in place for five years.This Contract will enable the Airport to transport and dispose of spent aircraft deicing fluid runoff at a facility approved by the Texas Commission on Environmental Quality (TCEQ).The Contact includes an option to transport spent aircraft deicing fluid runoff from airfield collection sites to the Airport's storage basins during inclement weather events.Trucking services will be available 24 hours a day, seven days a week, including holidays. Response time for standard services is required within 12 hours after notification and emergency responses, within two hours of notification.Services will be provided on an as-needed basis.				
D/S/M/WBE Information <ul style="list-style-type: none">The annual goal for the SBE Program is 20%.In accordance with the Board's SBE Program, no SBE goal was set for this Contract due to no availability of SBE firms that perform this service.				
Schedule/Term <ul style="list-style-type: none">Start Date: December 2019Contract Term: Three years with two one-year renewals options				
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
7006858			NTE \$269,887.00	
For Information contact	Fund	Project #	External Funding Source	Amount
Tammy Huddleston 3-6132 Edward Dunagan 3-5612	Operating Fund			\$269,887.00

Additional Information

- Two bids, none from SBE firms, were received on or before the due date of November 8, 2019.
- The bid submitted by Trans Environmental Services, of Dallas, Texas, was determined non-responsive as the submission did not meet the specifications outlined in the Airport's solicitation.
- NRC Gulf Environmental Services, Inc., of Great River, New York, is the lowest responsive, responsible Bidder.
- Projected total of the Contract, if approved, is \$461,203.60.

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. 7006858, for Disposal of Deicing Fluid Transportation Services, with NRC Gulf Environmental Services, Inc., of Great River, New York, in the amount not to exceed \$269,887.00, for the three-year term of the Contract, with options to renew for two additional one-year periods.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 4:05 pm

Approved as to Funding by


Miyashita, Glenn
Assistant Vice President Capital
Planning
Finance
Nov 21, 2019 2:32 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 1:51 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Energy & Transportation Mgmt
Nov 20, 2019 3:48 pm

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #	
12/05/2019	Operations	Roadside Marking Services		
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 7006850, for Roadside Marking Services, with Total Highway Maintenance, LLC, of Cedar Hill, Texas, in an amount not to exceed \$3,567,877.73, for the initial three-year term of the Contact, with options to renew for two additional one-year periods.				
Description <ul style="list-style-type: none">Award a Contract for Roadside Marking Services for the Airport's Energy, Transportation & Asset Management Department.				
Justification <ul style="list-style-type: none">This is a new Contract which will augment Airport Staff, in providing roadside marking services.Roadside marking services include removal and application of pavement markings and reflective markers.All work shall comply with Texas Department of Public Transportation (TxDOT) requirement for pavement markings.The services will be provided on an as-needed basis.				
D/S/M/WBE Information <ul style="list-style-type: none">The annual goal for the SBE Program is 20%.The SBE contract specific goal for this Board Action is 20%.Total Highway Maintenance, LLC has committed to achieving 20% SBE participation through self-performance.Total Highway Maintenance, LLC is a certified Small Business Enterprise (WM-C); therefore will count towards the Board's overall SBE Program goals.				
Schedule/Term <ul style="list-style-type: none">Start date: December 2019Contract Term: Three years, with two one-year renewal options.				
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
7006850			NTE \$3,567,877.73	\$0
For Information contact	Fund	Project #	External Funding Source	Amount
Tammy Huddleston 3-6132 Suzanne DeVasher 3-1749	Operating Fund			\$3,567,877.73

Additional Information

- Two bids, including two from SBE firms, were received on or before the due date of October 17, 2019.
 - ♦ Total Highway Maintenance, LLC, of Cedar Hill, Texas
 - ♦ Magnum Power Wash, LLC, of Rockwall, Texas
- Bid Tabulation attached.
- Total Highway Maintenance, LLC, of Cedar Hill, Texas, is the lowest responsive, responsible Bidder.
- Projected total of the Contract, including all renewals, if approved is \$6,175,011.75.

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. 7006850, for Roadside Marking Services, with Total Highway Maintenance, LLC, of Cedar Hill, Texas, in an amount not to exceed \$3,567,877.73, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 4:06 pm

Approved as to Funding by


Miyashita, Glenn
Assistant Vice President Capital
Planning
Finance
Nov 21, 2019 2:33 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:47 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Energy & Transportation Mgmt
Nov 20, 2019 4:23 pm

Pending

Chief Executive Officer

Date

Contract No. 7006850
Roadside Marking Services
Bid Tabulation

Bidders	Bid Amount
Total Highway Maintenance, LLC Cedar Hill, Texas ^{N1}	\$3,567,877.73
Magnum Power Wash, LLC Rockwall, Texas ^{N1}	\$7,469,994.44
Note: 1. SBE – Certified through State of Texas Department of Transportation	

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

Date	Committee	Subject	Resolution #	
12/05/2019	Operations	Enterprise Baggage Handling System Program		
Action That the Chief Executive Officer or designee be authorized to increase Contract No. 7006411, for Enterprise Baggage Handling System Program, for Terminals B and E with Vanderlande Industries, Inc., of Marietta Georgia, in an amount not to exceed \$35,171,377.33, for a revised Contract amount of \$74,339,514.58.				
Description <ul style="list-style-type: none">This action approves the Airport to exercise the early acceptance of renewal options, in exchange for cost saving measures. Justification <ul style="list-style-type: none">Exercise Contract renewal option years, with a new Contract completion date of March 31, 2026.In exchange for the acceptance of the Contract renewal options, contractor agrees to Contract savings of \$1,761,016.67.Contractor is in good standing with the Board and is honoring its contractual commitments.Service levels will not be adversely impacted by the cost saving measures.				
D/S/M/WBE Information <ul style="list-style-type: none">In accordance with the Board's SBE Program, the SBE goal for this contract is 20%.Vanderlande Industries, Inc. has committed to achieving 25.36% SBE participation and is currently achieving 28.85%. The SBE subcontracting commitment is applicable to the increase amount.				
Schedule/Term <ul style="list-style-type: none">Current Contract Completion Date: March 31, 2022Revised Contract Completion Date: March 31, 2026				
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
7006411			NTE \$35,171,377.33	\$74,339,514.58
For Information contact	Fund	Project #	External Funding Source	Amount
Tammy Huddleston 3-6132 Robert Ramert 3-5677	Operating Fund			\$35,171,377.33

Additional Information

- On December 1, 2016, by Resolution No. 2016-12-280, the Board awarded Contract No. 7006411, for Enterprise Baggage Handling System Program for Terminals B and E, with Vanderlande Industries, Inc., of Marietta, Georgia.

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 Contract No. 7006411, for Enterprise Baggage Handling System Program, for Terminals B and E with Vanderlande Industries, Inc., of Marietta Georgia, in an amount not to exceed \$35,171,377.33, for a revised Contract amount of \$74,339,514.58.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 4:01 pm

Approved as to Funding by


Miyashita, Glenn
Assistant Vice President Capital
Planning
Finance
Nov 21, 2019 2:33 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:47 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Energy & Transportation Mgmt
Nov 20, 2019 3:51 pm

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #	
12/05/2019	Operations	Integrated Operations Center - Construction Manager at Risk - Resolution		
Action That the Airport Board ratify the Letter Agreement related to the resolution of the suspension of work for Contract No. 9500618, for Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, Georgia.				
Description <ul style="list-style-type: none">This action will formalize the Agreement reached by the parties to resolve their differences regarding construction services under the Guaranteed Maximum Price (GMP) and allow the construction of the project to continue.				
Justification <ul style="list-style-type: none">This action affirms the parties' agreement to reconcile differences regarding construction services under the GMP.The Contract amount established by Board Resolution 2019-04-070 will remain unchanged.The parties have reached agreement on the scope of construction services based upon Issued for Construction documents with agreed to revisions, and a revised construction schedule to account for lost time during the suspension of work.				
D/S/M/WBE Information <ul style="list-style-type: none">In accordance with the Board's MBE Program, the MBE goal for Pre-Construction Services is 15% and for Construction Services is 20%.Holder/Source has committed to achieving 16% MBE participation for Pre-Construction Services using DLB Consultants, LLC (BF-C: 8%), and Post L Group, LLC (BM-C: 8%)Holder/Source is a joint venture comprised of Holder Construction Group, LLC (80%) and TM Source Building Group, Inc. (BM-C: 20%). MBE subcontracting participation for the Construction Services will be identified as bid packages are released and awarded.				
Schedule/Term The current Contract completion date of August 14, 2020 will be extended 96 calendar days by this action, for a revised substantial completion date of November 18, 2020.				
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
9500618			\$0	\$0
For Information contact	Fund	Project #	External Funding Source	Amount
Rusty Hodapp 3-1891 Dwaynetta Russell 3-1720				\$0

Additional Information

- On December 6, 2018, by Resolution No. 2018-12-273, the Board approved award of Contract No. 9500618, Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, Georgia.
- On April 11, 2019, by Resolution No. 2019-04-070, the Board approved an increase of Contract No. 9500618, Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, Georgia.
- On November 7, 2019, by Resolution No. 2019-11-253, the Board ratified the Letter Agreement related to suspension of work for Contract No. 9500618, Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, Georgia.

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

That the Airport Board ratify the Letter Agreement related to the resolution of the suspension of work for Contract No. 9500618, for Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, Georgia.

Approved as to Form by


Rodriguez, Elaine
Legal Counsel
Nov 25, 2019 11:13 am

Approved as to Funding by


Miyashita, Glenn
Assistant Vice President Capital
Planning
Finance
Nov 25, 2019 8:01 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 22, 2019 4:42 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 22, 2019 3:10 pm

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #	
12/05/2019	Operations	Integrated Operations Center - Construction Manager at Risk		
Action That the Chief Executive Officer or designee be authorized to increase Contract 9500618, for Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, Georgia, in an amount not to exceed \$3,513,977.00, for a revised Contract amount of \$31,100,000.00.				
Description <ul style="list-style-type: none">• Increase Contract to add additional planned scope and establish a final Guaranteed Maximum Price (GMP) for the Integrated Operations Center â Construction Manager at Risk.				
Justification <ul style="list-style-type: none">• This action provides for the addition of the following work including, but not limited to: video display wall and associated facility infrastructure, and an increase to the owner-controlled allowance for furniture, fixtures and equipment.• Program requirements and specifications for the video display wall and furniture, fixtures and equipment have been finalized and may now be added to the Contract as planned.• The Integrated Operations Center will enhance the Airport's operational readiness in responding to Airport performance and operational issues in an efficient, effective and timely manner.				
D/S/M/WBE Information <ul style="list-style-type: none">• In accordance with the Board's MBE Program, the MBE goal for Pre-Construction Services is 15% and for Construction Services is 20%.• Holder/Source has committed to achieving 16% MBE participation for Pre-Construction Services using DLB Consultants, LLC (BF-C: 8%), and Post L Group, LLC (BM-C: 8%).• Holder/Source is a joint venture comprised of Holder Construction Group, LLC (80%) and TM Source Building Group, Inc. (BM-C: 20%). MBE subcontracting participation for the Construction Services will be identified as bid packages are released and awarded.				
Schedule/Term <ul style="list-style-type: none">• The current Contract completion date of November 18, 2020 is not affected by this action				
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
9500618			NTE \$3,513,977.00	\$0
For Information contact	Fund	Project #	External Funding Source	Amount
Rusty Hodapp 3-1891 Dwaynetta Russell 3-1720	DFW Capital Acct	26589		\$31,100,000.00

Additional Information

- On December 6, 2018, by Resolution No. 2018-12-273, the Board approved award of Contract No. 9500618, Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, Georgia.
- On April 11, 2019, by Resolution No. 2019-04-070, the Board approved an increase of Contract No. 9500618, Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, Georgia.
- On November 7, 2019, by Resolution No. 2019-11-253, the Board ratified the Letter Agreement related to suspension of work for Contract No. 9500618, Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, Georgia.
- On December 5, 2019, the Board will be presented with a resolution for the Letter Agreement related to suspension of work for Contract No. 9500618, Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, Georgia, for 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 increase Contract 9500618, for Integrated Operations Center - Construction Manager at Risk, with Holder Construction - Source Building, A Joint Venture, of Atlanta, Georgia, in an amount not to exceed \$3,513,977.00, for a revised Contract amount of \$31,100,000.00.

Approved as to Form by


Rodriguez, Elaine
Legal Counsel
Nov 25, 2019 11:24 am

Approved as to Funding by


Miyashita, Glenn
Assistant Vice President Capital
Planning
Finance
Nov 25, 2019 1:21 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 22, 2019 4:42 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 22, 2019 3:11 pm

Pending

Chief Executive Officer

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
COMMITTEE DISCUSSION ITEM**

Meeting Date 12/05/2019	Subject Monthly Report	Committee Operations
Item For Discussion Report to the Airport Board all Contracts 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 October 2019.		
Description <ul style="list-style-type: none">• Report to the Airport Board all Contracts 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 October 2019.		

CONTRACT/PURCHASE ORDER INCREASES/DECREASES (\$25,000 OR GREATER)
(APPROVED BY BOARD STAFF UNDER THEIR DELEGATED AUTHORITY – OCTOBER 2019)

CONSULTANT	CONTRACT NO.	CONTRACT TITLE/DESCRIPTION	ACTION TYPE	AMOUNT
Gilbert May, Inc. dba Phillips/May Corporation ^{N1} Dallas, Texas	9500636	Eastside Plant Soil Rehabilitation	Change Order	\$48,882.03
TOTAL				\$48,882.03

Note:

1. MBE - Certified with the North Central Texas Regional Certification Agency

**AGENDA
FINANCE/AUDIT COMMITTEE MEETING
TUESDAY, DECEMBER 3, 2019
1:00 p.m.**

FINANCE/AUDIT COMMITTEE

- | | | |
|---------------|-----|---|
| | 22. | Approve Minutes of the Finance/Audit Committee Meeting of November 5, 2019. |
| Max Underwood | 23. | Financial Report. |

Consent Items for Consideration

- | | | |
|------------------|-----|--|
| Naveen Bandla | 24. | Approve execution of Contract No. 8005325, for Route Forecast Software and Support, with Sabre GLBL, Inc., of Southlake, Texas, in an amount not to exceed \$232,000.00, for the initial one year term of the Contract, with options to renew for four additional one-year periods. |
| Armin Cruz | 25. | Approve execution of Contract No. 7006866, for Skidata Parking Ticket Stock, with Southland Printing Company, Inc., of Shreveport, Louisiana, in an amount not to exceed \$122,908.60, for the initial one-year term of the Contract, with options to renew for four additional one-year periods. |
| James Mauldin | 26. | Approve acceptance of funding, in the amount of \$100,000.00, from FY 2019 Urban Area Security Initiative Grant #3914101; that the Board agrees that the project 2019 UASI - EOD X-Ray Equipment Enhancement will be operated through DFW Department of Public Safety; that the Board agrees that in the event of loss or misuse of the Office of the Governor funds, Board assures that the funds will be returned to the Office of the Governor in full; that the Board designates the Vice President of Treasury Management as the grantee's authorized official and gives the authorized official the power to apply for, accept, reject, alter or terminate the grant on behalf of the applicant agency; and that the Board approves submission of the grant application for project 2019 UASI - EOD X-Ray Equipment Enhancement to the Office of the Governor. |
| Elaine Rodriguez | 27. | Approve an increase to Legal Services Contract No. 8004258 with Munck Wilson Mandala in the amount of \$50,000.00 for a new not to exceed amount of \$396,250.00. |
| | 28. | Approve an increase to Legal Services Contract No. 8004985 with the firm of Moses, Palmer & Howell, L.L.P., of Fort Worth, Texas, in an amount not to exceed \$200,000.00, for a revised contract amount not to exceed \$991,750.00. |
| Greg Spoon | 29. | Approve execution of a Interlocal Agreement Contract No. 7006882, between the Board and the City of Duncanville, Texas, to purchase goods and services from Airport Contracts. |

- | | |
|----------------|---|
| Michael Youngs | 30. Approve an increase to Contract No. 7006647, for the Parking Guidance System Extension for Terminals B, C, and E, with Indect USA Corporation, of Carrollton, Texas, in an amount not to exceed \$90,680.00, for a revised Contract amount of \$612,260.00. |
|----------------|---|

Action Items for Consideration

- | | |
|-----------------|--|
| Jeff Benvegna | 31. Approve execution of a lease agreement with American Airlines, Inc. for approximately 21.56 acres of land to construct a new flight kitchen. |
| JJ Cawelti | <p>32. Approve Interlocal Agreements and Contracts for training, education and research partnerships: Contract No. 8005335, with Texas Christian University (TCU) of Fort Worth, Texas, in an amount not to exceed \$150,000.00; and Contract No. 8005334, with Southern Methodist University (SMU) of Dallas, Texas, in an amount not to exceed \$150,000.00, for the initial one-year term of the Contracts, with options to renew annually. Total award amount is \$300,000.00.</p> <p>33. Approve an increase to Contracts No. 7006808, with Dallas County Community College District (DCCCD), of Dallas, TX, in an amount not to exceed \$100,600.00, for a revised Contract amount of \$150,000.00; Contract No. 7003647, with Tarrant County College (TCC), of Fort Worth, TX, in an amount not to exceed \$100,000.00, for a revised Contract amount of \$150,000.00; and execute Contract No. 7006510 with the University of Texas System (UTS), of Austin, TX, in an amount not to exceed \$150,000.00 for training, education, research and innovation partnerships for a total action amount not to exceed \$350,600.00 for the initial one-year term of the Contracts with options to renew annually.</p> |
| Catrina Gilbert | 34. Approve authorization to bind and procure an Insurance Policy for Medical Stop Loss Insurance, with Blue Cross and Blue Shield of Texas (BCBSTX), in the amount of \$2,907,400.00, for the policy year effective January 1, 2020. |
| James Mauldin | 35. Approve Investment Policy, Investment Strategies, Approved Broker/Dealers and Training Sources for the period of February 1, 2020 through January 31, 2021. |
| Michael Youngs | <p>36. Approve an increase Contract No. 7006392, for Cellular and Data Services, with AT&T Mobility National Accounts LLC, of Atlanta, Georgia, in an amount not to exceed \$250,000.00, for a revised Contract amount of \$1,246,000.00.</p> <p>37. Approve execution of Contract No. 8005314, for Enhanced Call Center System, with Voxai Solutions, Inc., of Coppell, Texas, in an amount not to exceed \$2,999,116.00, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.</p> |

Discussion Items

- | | | |
|------------|-----|---|
| Tamela Lee | 38. | Monthly D/S/M/WBE Expenditure Report. |
| Greg Spoon | 39. | Purchase Orders/Contracts and Professional Services Contracts approved by Authorized Staff. |



Updated Financial Report – FY 2019

Twelve months ending September 30, 2019 - Unaudited

Updated FY 2019 Financial Report

Twelve months ending September 30, 2019 - Unaudited

<u>(\$ in millions)</u>	<u>Updated Report</u>	<u>Preliminary Report</u>	<u>Variance</u>
DFW CC Net Revenues	\$152.4	\$152.0	\$0.4
Total Expenditure Budget	\$1,007.7	\$1,007.9	(\$0.2)
Airline Costs	\$485.5	\$485.9	(\$0.4)



KPIs and Financial Report – FY 2020

One month ending October 31, 2019 - Unaudited

Key Performance Indicator Scorecard

One month ending October 31, 2019 - Unaudited

DFW International Airport Key Performance Indicator Scorecard One Month Ended October 31, 2019

(\$ in millions)

Key Performance Indicator	Year-To-Date					FY 2020	
	FY 2019 Actuals	FY 2020 Actuals	FY 2020 Budget	Actuals vs. Budget Increase/(Decrease)			Annual Budget
DFW CC Net Revenues	\$12.7	\$16.0	\$14.6	\$1.4	9.6%	<div></div>	\$164.0
Total Expenditure Budget	\$81.2	\$85.8	\$85.9	(\$0.1)	(0.1%)	<div></div>	\$1,032.0
Airline Costs	\$36.7	\$41.1	\$41.9	(\$0.8)	(1.9%)	<div></div>	\$501.5
Total Passengers (Ms)	5.74	6.38	6.19	0.18	3.0%	<div></div>	75.7

Results Status Bar

- Improved/Constant
- Worse

DFW Cost Center

One month ending October 31, 2019 - Unaudited

(in millions)	Year-To-Date					FY 2020
	FY 2019 Actuals	FY2020 Actuals	FY 2020 Budget	Actuals vs. Budget Increase/(Decrease)		Annual Budget
Revenues						
Parking	\$15.5	\$16.0	\$15.7	\$0.3	1.6%	\$181.4
Concessions	7.5	8.2	7.9	0.3	4.3%	97.7
Rental Car	3.1	3.0	3.0	0.0	1.0%	33.3
Commercial Development	3.9	4.3	4.4	(0.0)	(0.3%)	55.3
Other Revenues	3.7	3.9	3.6	0.3	8.0%	43.8
Total Revenues	33.7	35.5	34.6	0.9	2.6%	411.5
DFW CC Expenditures						
Operating Expenditures	11.9	12.1	12.6	(0.5)	(4.0%)	146.9
Debt Service, net	4.8	4.8	4.7	0.1	1.2%	58.6
Total Expenditures	16.7	16.9	17.3	(0.5)	(2.6%)	205.4
Gross Margin - DFW Cost Center	17.1	18.6	17.2	1.4	7.9%	206.1
Less Transfers and Skylink						
DFW Terminal Contribution	0.2	0.2	0.2	0.0	0.0%	2.8
Skylink Costs	4.1	2.3	2.4	(0.0)	(1.8%)	39.3
Net Revenues from DFW Cost Center	\$12.7	\$16.0	\$14.6	\$1.4	9.6%	\$164.0



Airfield and Terminal Cost Centers

One month ending October 31, 2019 - Unaudited

(in millions)	Year-To-Date					FY 2020
	FY 2019 Actuals	FY2020 Actuals	FY 2020 Budget	Actuals vs. Budget Increase/(Decrease)		Annual Budget
Revenues						
Landing Fees	\$9.8	\$9.0	\$8.9	\$0.1	1.4%	\$108.7
Other Airfield	1.1	1.3	1.2	0.1	5.0%	12.7
Transfer from DFW Cost Center	5.3	7.6	6.6	1.0	15.9%	70.5
Total Airfield Revenue	16.3	17.9	16.7	1.2	7.4%	191.8
Terminal Leases	25.8	27.6	27.7	(0.0)	(0.1%)	331.9
FIS Fees	1.9	2.2	2.1	0.1	4.3%	27.6
Turn Fees and Other	4.5	4.5	4.6	(0.1)	(1.9%)	55.1
Total Terminal Revenues	32.1	34.3	34.3	(0.0)	(0.0%)	414.6
DFW Terminal Contributions	0.2	0.2	0.2	0.0	0.0%	2.8
Total Revenues	48.7	52.4	51.2	1.2	2.4%	609.3
Expenditures						
Operating Expenditures	26.5	32.0	31.3	0.7	2.2%	348.6
Debt Service, net *	18.9	20.1	20.4	(0.3)	(1.5%)	260.7
Total Expenditures	45.4	52.1	51.7	0.4	0.8%	609.3
Total Airfield /Terminal Net Income/(Loss)	\$3.3	\$0.3	(\$0.5)	\$0.8	(159.8%)	(\$0.0)

* - Net of Passenger Facility Charges (PFC's) and Customer Facility Charges (CFC's)



FY 2020 Expenditure Budget Shifts

(in 000's)

Expenditures	Proposed Budget	Original Adopted Budget	Variance
Salaries and Wages	\$168,017	\$168,017	0
Benefits	78,227	78,227	0
Facility Maintenance Contracts	82,056	82,056	0
Other Contract Services	124,911	122,621	2,290
Utilities	27,183	27,183	0
Equipment and Other Supplies	19,983	19,983	0
Insurance	5,602	5,602	0
Fuels	4,231	4,231	0
General, Administrative, and Other	8,284	8,284	0
Contingency	7,598	6,000	1,598
Change in Operating Reserve	8,052	7,080	972
Total Operating Expenditures	<u>\$534,145</u>	<u>\$529,285</u>	<u>\$4,860</u>
Total Debt Service	<u>\$497,898</u>	<u>\$502,757</u>	<u>(\$4,860)</u>
Total Expenditures	<u><u>\$1,032,042</u></u>	<u><u>\$1,032,042</u></u>	<u><u>\$0</u></u>

Operating Fund – Total Expenditures

One month ending October 31, 2019 - Unaudited

(in millions)	Year-To-Date					FY 2020
	FY 2019 Actuals	FY2020 Actuals	FY 2020 Budget	Actuals vs. Budget Increase/(Decrease)		Annual Budget
Operating Expenditures						
Salaries and Wages	\$12.6	\$13.5	\$13.3	\$0.2	1.4%	\$168.0
Benefits	5.3	5.6	5.8	(0.3)	(4.4%)	78.2
Facility Maintenance Contracts	5.4	6.4	6.1	0.3	5.6%	82.1
Other Contract Services	7.8	7.4	7.8	(0.3)	(4.4%)	124.9
Utilities	2.2	2.3	2.2	0.0	2.1%	27.2
Equipment and Other Supplies	1.2	1.5	1.3	0.2	15.7%	20.0
Insurance	0.4	0.4	0.4	0.0	4.4%	5.6
Fuels	0.4	0.4	0.3	0.0	11.8%	4.2
General, Administrative, and Other	0.4	0.4	0.5	(0.1)	(15.4%)	15.9
Change in Operating Reserves	5.9	8.1	8.1	0.0	0.0%	8.1
Total Operating Expenditures	41.8	46.0	45.8	0.2	0.3%	534.1
Debt Service, gross	39.4	39.8	40.1	(0.3)	(0.6%)	497.9
Total 102 Fund Expenditures	\$81.2	\$85.8	\$85.9	(\$0.1)	(0.1%)	\$1,032.0

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

Date	Committee	Subject	Resolution #		
12/05/2019	Finance/Audit	Route Forecast Software and Support			
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 8005325, for Route Forecast Software and Support, with Sabre GLBL, Inc., of Southlake, Texas, in an amount not to exceed \$232,000.00, 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 Route Forecast Software and Support for the Airport's Research and Analytics Department. Justification <ul style="list-style-type: none">DFW's Airline Relations department is responsible for pitching new air service to DFW by prospective airlines. The Research and Analytics department supports these air service development efforts by building comprehensive business cases to support these sales pitches. A critical component of each business case is a detailed route forecast demonstrating the volume of passengers and associated revenue that an airline can generate by operating a flight to DFW.					
D/S/M/WBE Information <ul style="list-style-type: none">The annual goal for the SBE Program is 20%.N/A - Not subject to a goal per the Board's SBE Policy due to the nature of the procurement. (Goods/Finished Product)					
Schedule/Term <ul style="list-style-type: none">Start Date: December 2019Contract Term: One year, with four one-year renewal options					
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount	
8005325			NTE \$232,000.00	\$0	
For Information contact		Fund	Project #	External Funding Source	Amount
Naveen Bandla		Operational Fund			\$132,000.00
3-4887		DFW Capital Acct	26834-01		\$100,000.00
Shannon Hamilton					
3-5620					

Additional Information

- Three Proposals, none from SBE firms, were received on or before the due date October 25, 2019.
 - ◆ Beontra GMH, of Karlsruhe, Germany
 - ◆ Sabre GLOBL, Inc., of Southlake, Texas.
 - ◆ Lufthansa Systems, of Irving, Texas
- Based on the evaluation of the proposals submitted, the Evaluation Committee, consisting of representatives for the Airport's Airline Relations, Information Technology Services, Business Diversity & Development and Research & Analytics Departments , it is recommended that the Contract be awarded to Sabre GLOBL of Southlake, Texas.
- Projected total of the Contract including renewals, if approved, is \$804,801.00.
- Split funded between Operating Budget for cloud-based subscription fees, and DFW Capital Acct for application development costs to get this system operational in DFW's environment.

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. 8005325, for Route Forecast Software and Support, with Sabre GLOBL, Inc., of Southlake, Texas, in an amount not to exceed \$232,000.00, for the initial one year term of the Contract, with options to renew for four additional one-year periods.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 3:53 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 4:00 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:51 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 20, 2019 3:33 pm

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #	
12/05/2019	Finance/Audit	Skidata Parking Ticket Stock		
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 7006866, for Skidata Parking Ticket Stock, with Southland Printing Company, Inc., of Shreveport, Louisiana, in an amount not to exceed \$122,908.60, 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 Skidata Parking Ticket Stock in support of the Airport's Parking Business Unit. Justification <ul style="list-style-type: none">This Contract is for tickets used in the Skidata Parking Control System. These tickets allow efficient guest entrance/exit of the parking control plazas and collection of Airport parking revenues.				
D/S/M/WBE Information <ul style="list-style-type: none">The annual goal for the SBE Program is 20%.N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Goods/Finished Products).				
Schedule/Term <ul style="list-style-type: none">Start Date: December 2019Contract Term: One year, with four one-year renewal options				
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
7006866			NTE \$122,908.60	\$0
For Information contact	Fund	Project #	External Funding Source	Amount
Armin Cruz 3-4850 Cathy Halliburton 3-5776	Operating Fund			\$122,908.60

Additional Information

- Four (4) bids, none from SBE firms, were received on or before the due date of October 16, 2019.
- Bid tabulation attached.
- The bid submitted by Nagles North America, Inc., of Boston, Massachusetts, was determined non-responsive as the submission did not meet the specifications outlined in the Airport's solicitation.
- Southland Printing Company, Inc., of Shreveport, Louisiana, is the lowest responsive, responsible Bidder, and is the incumbent.
- Projected total of the Contract including all renewals, if approved, is \$614,543.00.

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. 7006866, for Skidata Parking Ticket Stock, with Southland Printing Company, Inc., of Shreveport, Louisiana, in an amount not to exceed \$122,908.60, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 3:44 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 2:41 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:49 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Parking
Nov 20, 2019 2:58 pm

Pending

Chief Executive Officer

Date

Contract No. 7006866
Skidata Parking Ticket Stock
Bid Tabulation

Bidders	Bid Amount
Southland Printing Company, Inc. Shreveport, Louisiana	\$122,908.60
Access Distribution, LLC Roswell, Georgia	\$145,890.00
Electronic Data Magnetix, Inc. High Point, North Carolina	\$189,768.00

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

Date	Committee	Subject	Resolution #	
12/05/2019	Finance/Audit	2019 Urban Area Security Initiative Grant		
Action That the Chief Executive Officer or designee be authorized to accept funding, in the amount of \$100,000.00, from FY 2019 Urban Area Security Initiative Grant #3914101; that the Board agrees that the project 2019 UASI - EOD X-Ray Equipment Enhancement will be operated through DFW Department of Public Safety; that the Board agrees that in the event of loss or misuse of the Office of the Governor funds, Board assures that the funds will be returned to the Office of the Governor in full; that the Board designates the Vice President of Treasury Management as the grantee's authorized official and gives the authorized official the power to apply for, accept, reject, alter or terminate the grant on behalf of the applicant agency; and that the Board approves submission of the grant application for project 2019 UASI - EOD X-Ray Equipment Enhancement to the Office of the Governor.				
Description <ul style="list-style-type: none">• The Urban Area Security Initiative, established through the Office of the Governor, is awarding the Airport Board for fiscal year 2019 to carry out homeland security projects to significantly improve local and regional terrorism prevention, preparedness, and response capabilities.• DFW DPS EOD Unit will use \$100,000 to purchase x-ray equipment for rapid response deployment.• No matching funds are required for this grant. The grant allows the Board to use its normal procurement procedures with reimbursement grant funds.				
Justification <ul style="list-style-type: none">• Board action is required to satisfy new requirements set forth by the Office of the Governor.• The purchase of the UASI - EOD X-Ray Equipment Enhancement allows the DFW Department of Public Safety to further improve local and regional terrorism prevention, preparedness, and response capabilities.				
D/S/M/WBE Information <ul style="list-style-type: none">• The annual goal for the SBE Program is 20%.• N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Grants).				
Schedule/Term Grant period for #3914101 2019 UASI - EOD X-Ray Equipment Enhancement is from grant execution date through September 30, 2020.				
Contract #	Agreement #	Purchase Order #	Action Amount \$100,000.00	Revised Amount \$0
For Information contact	Fund	Project #	External Funding Source	Amount
James Mauldin 3-5447	DFW Capital Acct	26831-01	UASI Grant #3914101	\$100,000.00

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 accept funding, in the amount of \$100,000.00, from FY 2019 Urban Area Security Initiative Grant #3914101; that the Board agrees that the project 2019 UASI - EOD X-Ray Equipment Enhancement will be operated through DFW Department of Public Safety; that the Board agrees that in the event of loss or misuse of the Office of the Governor funds, Board assures that the funds will be returned to the Office of the Governor in full; that the Board designates the Vice President of Treasury Management as the grantee's authorized official and gives the authorized official the power to apply for, accept, reject, alter or terminate the grant on behalf of the applicant agency; and that the Board approves submission of the grant application for project 2019 UASI - EOD X-Ray Equipment Enhancement to the Office of the Governor.

Approved as to Form by

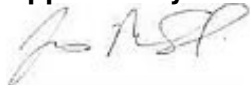

Rodriguez, Elaine
Legal Counsel
Nov 20, 2019 5:18 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 10:52 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 9:30 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 20, 2019 4:04 pm

Pending

Chief Executive Officer

Date

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

Date 12/05/2019	Committee Finance/Audit	Subject Increase to Legal Services Contract No. 8004258 with the firm of Munck Wilson Mandala	Resolution #
Action That the Chief Executive Officer or designee be authorized to increase Legal Services Contract No. 8004258 with Munck Wilson Mandala in the amount of \$50,000.00 for a new not to exceed amount of \$396,250.00.			
Description <ul style="list-style-type: none"> This action would increase the Board's contract for legal services in connection with intellectual property rights matters. 			
Justification <ul style="list-style-type: none"> On October 26, 2011, under the authority of the Chief Executive Officer, the Board entered into a contract with the firm of Munck Wilson Mandala (formerly Munck Carter, LLP) to provide legal services in connection with intellectual property rights matters. Such matters include, but are not limited to, the patent application for interactive interface for a touch screen, an end user licensing agreement, a patent application for the system and method for supporting training of airport firefighters and other personnel and trademark work. This action will increase the amount of the Contract to fund continued legal services regarding such intellectual property matters as they arise. 			
D/S/M/WBE Information <ul style="list-style-type: none"> In accordance with the Board's historical M/WBE Program, no M/WBE goal was set for this Contract due to the original contract being less than \$50,000.00. 			
Contract # 8004258	Agreement #	Purchase Order #	Action Amount \$50,000.00 Revised Amount \$396,250.00
For Information contact Elaine Rodriguez 3-5487	Fund Operating fund	Project #	External Funding Source Amount \$50,000.00

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 increase Legal Services Contract No. 8004258 with Munck Wilson Mandala in the amount of \$50,000.00 for a new not to exceed amount of

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 3:28 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 2:42 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:49 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Legal
Nov 20, 2019 3:03 pm

Pending

Chief Executive Officer

Date

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

Date 12/05/2019	Committee Finance/Audit	Subject Increase to Legal Services Contract No. 8004985 with the firm of Moses, Palmer & Howell, L.L.P. of Fort Worth, Texas	Resolution #
Action That the Chief Executive Officer or designee be authorized to increase Legal Services Contract No. 8004985 with the firm of Moses, Palmer & Howell, L.L.P., of Fort Worth, Texas, in an amount not to exceed \$200,000.00, for a revised contract amount not to exceed \$991,750.00.			
Description <ul style="list-style-type: none"> This action would increase the Board's contract for legal services in connection with oil and gas matters. Justification <ul style="list-style-type: none"> On October 30, 2015, the Board selected Moses, Palmer & Howell, L.L.P. (Shayne Moses), to provide legal representation in connection with oil and gas matters, including representing the Board with its pending lawsuit against Chesapeake. 			
D/S/M/WBE Information <ul style="list-style-type: none"> In accordance with the Board's SBE Program, no SBE goal was set for this Contract due to the original contract amount being under \$50,000.00. 			
Contract # 8004985	Agreement #	Purchase Order #	Action Amount NTE \$200,000.00 Revised Amount \$991,750.00
For Information contact Elaine Rodriguez 3-5487	Fund Joint Capital Account	Project # 26024-13	External Funding Source Amount \$200,000.00

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 increase Legal Services Contract No. 8004985 with the firm of Moses, Palmer & Howell, L.L.P., of Fort Worth, Texas, in an amount not to exceed \$200,000.00, for a revised contract amount not to exceed \$991,750.00.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 4:00 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 2:42 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:49 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Legal
Nov 20, 2019 3:03 pm

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #	
12/05/2019	Finance/Audit	Interlocal Agreement with the City of Duncanville, Texas		
Action That the Chief Executive Officer or designee be authorized to execute an Interlocal Agreement Contract No. 7006882, between the Board and the City of Duncanville, Texas, to purchase goods and services from Airport Contracts.				
Description <ul style="list-style-type: none">• Enter into an Interlocal Agreement with the City of Duncanville, Texas, to purchase goods and services. Justification <ul style="list-style-type: none">• The City of Duncanville, Texas, has expressed an interest in purchasing goods and services under the same terms, conditions, and pricing provided under established Airport Contracts for medical supplies.• This action will authorize the Board and the City of Duncanville, Texas, to establish a cooperative arrangement to permit Duncanville to execute purchases using Airport Contracts.				
D/S/M/WBE Information <ul style="list-style-type: none">• N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Interlocal Agreement).				
Schedule/Term <ul style="list-style-type: none">• Start Date: December 2019• Term: Indefinite unless terminated by one of the Parties				
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
7006882			\$0	\$0
For Information contact	Fund	Project #	External Funding Source	Amount
Greg Spoon 3-5610 Cathy Halliburton 3-5776				\$0

Additional Information

- Section 791.011 of the Texas Government Code authorizes a local government to contract or agree with another local government to perform governmental functions and services.
- Suppliers are provided an opportunity to permit other governmental entities to participate use of Airport contracts under the same terms, conditions, and pricing as part of their bid or proposal to the Board.
- All purchases and services will be issued directly from, and shipped directly to, the local governmental entity requiring the products or services. The Board will not be held responsible for any orders placed, deliveries made, or payment of products or services ordered by these entities. Each entity reserves the right to determine their participation in these Contracts.

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 an Interlocal Agreement Contract No. 7006882, between the Board and the City of Duncanville, Texas, to purchase goods and services from Airport Contracts.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 4:46 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 3:54 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:50 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Procurement & Materials Mgmt
Nov 21, 2019 1:20 pm

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #		
12/05/2019	Finance/Audit	Parking Guidance System Extension for Terminals B, C, and E			
Action That the Chief Executive Officer or designee be authorized to increase Contract No. 7006647, for the Parking Guidance System Extension for Terminals B, C, and E, with Indect USA Corporation, of Carrollton, Texas, in an amount not to exceed \$90,680.00, for a revised Contract amount of \$612,260.00.					
Description <ul style="list-style-type: none">• Increase the Contract for the Parking Guidance System Extension for Terminal B, C, and E in support of the Airport's Parking Program. Justification <ul style="list-style-type: none">• This Contract increase will allow for the supply and installation of 24 new light emitting diode (LED) signs at garage entry points in Terminals B, C, and E.• The signage will help direct DFW customers to available parking in Terminal B, C, and E.• These LED signs will be integrated into the existing parking guidance system that tracks parking availability.					
D/S/M/WBE Information <ul style="list-style-type: none">• The annual goal for the SBE Program is 20%.• N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement. (Sole Source)					
Schedule/Term <ul style="list-style-type: none">• The current Contract completion date of December 19, 2020, is not affected by this action.					
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount	
7006647			NTE \$90,680.00	\$612,260.00	
For Information contact		Fund	Project #	External Funding Source	Amount
Michael Youngs 3-5651 Christian Brewer 3-5322		DFW Capital Acct	26592-04		\$90,680.00

Additional Information

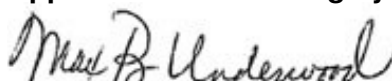
- On April 5, 2018, by Resolution No. 2018-04-069, the Board awarded Contract No. 7006647, for the Parking Guidance System Extension for Terminal B, C, and E, with Indect USA Corporation, of Carrollton, Texas.

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

That the Chief Executive Officer or designee be authorized to increase Contract No. 7006647, for the Parking Guidance System Extension for Terminals B, C, and E, with Indect USA Corporation, of Carrollton, Texas, in an amount not to exceed \$90,680.00, for a revised Contract amount of \$612,260.00.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 3:56 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 3:59 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:50 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Information Technology Svcs
Nov 21, 2019 8:48 am

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #	
12/05/2019	Finance/Audit	Lease Agreement with American Airlines, Inc.		
Action That the Chief Executive Officer or designee be authorized to execute a lease agreement with American Airlines, Inc. for approximately 21.56 acres of land to construct a new flight kitchen.				
Description <ul style="list-style-type: none">American Airlines, Inc. (AA) will lease under a 40 year agreement approximately 21.56 acres of land in the southwest campus of the Airport for the development and construction of a flight kitchen facility and other leasehold improvements to support its operation at DFW.The new flight kitchen will be a state of the art facility to support the catering needs for AA's growing operations at DFW.AA will construct all improvements including infrastructure, systems, flight kitchen facility, paved roadways, driveways, truck docks, parking areas, fencing and associated facilities, fixtures and equipment, landscaping and irrigation, and will incorporate all applicable Board standards.AA will be solely responsible for the upkeep, including all maintenance and repairs of mechanical, electrical, water, sewer, plumbing, HVAC, landscaping systems and any other systems and equipment. American will also be responsible for all custodial and facility maintenance services.				
Justification <ul style="list-style-type: none">Current flight kitchen facilities servicing AA at DFW are no longer sufficient to support AA's expanded schedule and have reached the end of their useful life cycle.AA will pay ground rent in the amount \$645,820.00 per fiscal year, subject to annual escalations and adjustments, with a projected total amount of \$39.0 Million over the 40 year term.AA's \$100 Million capital investment in this new facility furthers its long-term commitment at DFW.				
D/S/M/WBE Information <ul style="list-style-type: none">AA has set a 18% goal on the flight kitchen project.AA has awarded the contract to Holt Construction Corporation, and Holt Construction Corporation has committed to achieving 18% participation.				
Schedule/Term Lease Term shall be for 40 years, beginning on date of beneficial occupancy.				
Contract #	Agreement #	Purchase Order #	Action Amount \$0	Revised Amount \$0
For Information contact Jeff Benvegnu 3-4640	Fund	Project #	External Funding Source	Amount \$0

Additional Information

- Under a separate DFW Permit, AA will pay 5% on all on-airport catering sales and 3% on any non-airport catering sales.

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 lease agreement with American Airlines, Inc. for approximately 21.56 acres of land to construct a new flight kitchen.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 8:58 am

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 10:54 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 9:31 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 21, 2019 7:53 am

Pending

Chief Executive Officer

Date

Lease Agreement with American Airlines, Inc.
Flight Kitchen Construction Services

Holt Construction Corporation
M/WBE Subcontractors

MBE Subcontractors

Ruiz Protective Services, Inc	HM-C	0.31%
Carrco Painting Contractors, Inc	HM-C	1.17%
Volume Millwork, LLC	IM-C	0.67%
RFS ROMO FIRE SYSTEMS, LLC	HM-C	1.15%
JL Imperium Industries LLC	BM-C	1.70%
DMCA, Inc.	HF-C	2.17%
CARCON Industries	HF-C	0.17%
STL Engineering	HM-C	0.23%
REAL NETWORK SERVICES	HM-C	1.13%
Total		8.47%

WBE Subcontractors

Acme Fence Services, Inc	WF-C	0.28%
Green Scaping, LP	HF-C	0.89%
Alliance Glass	WM-C	3.96%
Lindamood Demolition	WM-C	4.09%
Total		9.22%

MWBE Overall Total **17.92%**

***HUB Subcontractor**

Electripro, Inc	WM-C	0.27%
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Diversity Total **18.19%**

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

Date	Committee	Subject	Resolution #	
12/05/2019	Finance/Audit	Interlocal Agreements with Texas Christian University and Southern Methodist University		
Action That the Chief Executive Officer or designee be authorized to enter into Interlocal Agreements and Contracts for training, education, research and innovation partnerships: Contract No. 8005335, with Texas Christian University (TCU) of Fort Worth, Texas, in an amount not to exceed \$150,000.00; and Contract No. 8005334, with Southern Methodist University (SMU) of Dallas, Texas, in an amount not to exceed \$150,000.00, for the initial one-year term of the Contracts, with options to renew annually. Total award amount is \$300,000.00.				
Description <ul style="list-style-type: none">• Enter into Interlocal Agreements and Contracts with Texas Christian University and Southern Methodist University to allow training, education, research and innovation partnerships for the Airport. Justification <ul style="list-style-type: none">• This action will permit the execution of Interlocal Agreements between the Airport and SMU and TCU.• These partnerships will directly support Airport strategic priorities such as community engagement, employee engagement, operational excellence and innovation initiatives.• Partnerships may be used for employee training, education or recruiting as well as research projects to achieve key Airport objectives.				
D/S/M/WBE Information <ul style="list-style-type: none">• N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Interlocal Agreement).				
Schedule/Term <ul style="list-style-type: none">• Start Date: January 2020• Contract Term: One year, with options to renewal annually as needed, based on Board approval and available funding.				
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
8005335			NTE \$150,000.00	\$0
8005334			NTE \$150,000.00	\$0
For Information contact	Fund	Project #	External Funding Source	Amount
JJ Cawelti 3-4613	Operating Fund			\$300,000.00

Additional Information

- Section 791.035, of the Texas Government Code authorizes a local government and an institution of higher education or university system to contract with one another to perform any governmental functions and services.
- If the terms of the Contract provide for payment based on cost recovery, any law otherwise requiring competitive procurement does not apply to the functions and services covered by the Contract.

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

Texas, in an amount not to exceed \$150,000.00; and Contract No. 8005334, with Southern Methodist University (SMU) of Dallas, Texas, in an amount not to exceed \$150,000.00, for the initial one-year term of the Contracts, with options to renew annually. Total award amount is \$300,000.00.

Approved as to Form by

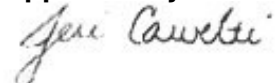

Tomme, Paul
Legal Counsel
Nov 21, 2019 4:46 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 4:20 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:51 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 20, 2019 3:42 pm

Pending

Chief Executive Officer

Date

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

OFFICIAL BOARD ACTION/RESOLUTION

Date	Committee	Subject	Resolution #		
12/05/2019	Finance/Audit	Interlocal Agreements with Dallas County Community College District, Tarrant County College and the University of Texas System			
Action That the Chief Executive Officer or designee be authorized to increase Contracts No. 7006808, with Dallas County Community College District (DCCCD), of Dallas, TX, in an amount not to exceed \$100,600.00, for a revised Contract amount of \$150,000.00; Contract No. 7003647, with Tarrant County College (TCC), of Fort Worth, TX, in an amount not to exceed \$100,000.00, for a revised Contract amount of \$150,000.00; and execute Contract No. 7006510 with the University of Texas System (UTS), of Austin, TX, in an amount not to exceed \$150,000.00 for training, education, research and innovation partnerships for a total action amount not to exceed \$350,600.00 for the initial one-year term of the Contracts with options to renew annually.					
Description <ul style="list-style-type: none">● Increase the Contract funds for existing Interlocal Agreements with DCCCD, TCC and UTS to allow training, education, research and innovation partnerships for the Airport.					
Justification <ul style="list-style-type: none">● This action will permit the Airport to enter into additional agreements between the Airport and DCCCD, TCC or UTS.● These partnerships will directly support Airport strategic priorities such as community engagement, employee engagement, operational excellence and innovation initiatives.● Current partnerships include professional and technical training, language and knowledge skills testing, apprenticeship programs and research and data analysis in support of employee engagement, customer experience and sustainability initiatives.● Additional partnership agreements may be used for employee training, education or recruiting as well as research or innovation projects to achieve key Airport objectives.					
D/S/M/WBE Information <ul style="list-style-type: none">● N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Interlocal Agreement).					
Schedule/Term <ul style="list-style-type: none">● Start date: January 2020● Contract Term: One year, with options to renew annually as needed, based on Board approval and available funding.					
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount	
7006808			NTE \$100,600.00	\$150,000.00	
7003647			NTE \$100,000.00	\$150,000.00	
7006510			NTE \$150,000.00	\$150,000.00	
For Information contact		Fund	Project #	External Funding Source	Amount
JJ Cawelti 3-4613					\$350,600.00

Additional Information

- Section 791.035 of the Texas Government Code authorizes a local government and an institution of higher education or university system to contract with one another to perform any governmental functions and services.
- If the terms of the Contract provide for payment based on cost recovery, any law otherwise requiring competitive procurement does not apply to the functions and services covered by the Contract.

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 Contracts No. 7006808, with Dallas County Community College District (DCCCD), of Dallas, TX, in an amount not to exceed \$100,600.00, for a revised Contract amount of \$150,000.00; Contract No. 7003647, with Tarrant County College (TCC), of Fort Worth, TX, in an amount not to exceed \$100,000.00, for a revised Contract amount of \$150,000.00; and execute Contract No. 7006510 with the University of Texas System (UTS), of Austin, TX, in an amount not to exceed \$150,000.00 for training, education, research and innovation partnerships for a total action amount not to exceed \$350,600.00 for the initial one-year term of the Contracts with options to renew annually.

Approved as to Form by

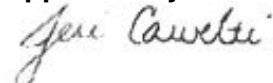

Tomme, Paul
Legal Counsel
Nov 21, 2019 4:46 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 4:07 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:51 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 20, 2019 3:42 pm

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #
12/05/2019	Finance/Audit	Stop Loss Insurance	
Action That the Chief Executive Officer or designee be authorized to bind and procure an Insurance Policy for Medical Stop Loss Insurance, with Blue Cross and Blue Shield of Texas (BCBSTX), in the amount of \$2,907,400.00, for the policy year effective January 1, 2020.			
Description <ul style="list-style-type: none"> This action will authorize the Airport's Risk Management Department to procure Medical Stop Loss Insurance to protect the employee health benefit plan from substantial claims expenditures. Justification <ul style="list-style-type: none"> This section is in support of Employee Health Benefit Service, Resolution No. 2015-07-125. This action will provide for the following 2020 coverage limits. <ul style="list-style-type: none"> ◆ Coverage - Stop Loss Insurance ◆ Specific Deductible - \$200,000.00 ◆ Premium - \$2,907,400.00 The premium for the upcoming policy period represented a 7% decrease (\$219,235.00) under the expiring premium. 			
D/S/M/WBE Information <ul style="list-style-type: none"> The annual goal for the SBE Program is 20%. N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Insurance Premiums). 			
Schedule/Term <ul style="list-style-type: none"> Policy Period: January 1, 2020 thru January 1, 2021. 			
Contract #	Agreement #	Purchase Order #	Action Amount \$2,907,400.00 Revised Amount \$0
For Information contact Catrina Gilbert 3-5535	Fund Operating Fund	Project #	External Funding Source Amount \$2,907,400.00

Additional Information

- Fourteen insurance carriers were solicited.
- Four insurance carrier submitted proposals.
 - ◆ ReliaStar Life Insurance Company (a member of the Voya family companies) - Incumbent
 - ◆ Blue Cross and Blue Shield of Texas (BCBSTX)
 - ◆ SunLife
 - ◆ Symetra
- Ten insurance carriers declined to quote.
- Quoted renewal premiums ranged from the 7% decrease to a 38% increase. The average quoted increase was 23%.
- The quote from Blue Cross and Blue Shield of Texas (BCBSTX) is considered final with no additional claim disclosure and is the recommended carrier for the 2020-2021 renewal term.
- Blue Cross and Blue Shield of Texas (BCBSTX) is a member of the Health Care Service Corporation, which has an A.M. Best rating as A (Excellent), XV (\$2 Billion or Greater) financially stable company.
- Blue Cross and Blue Shield of Texas (BCBSTX) is the current provider of Employee Medical and Pharmacy Health Plan Services to DFW International Airport Board.

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

That the Chief Executive Officer or designee be authorized to bind and procure an Insurance Policy for Medical Stop Loss Insurance, with Blue Cross and Blue Shield of Texas (BCBSTX), in the amount of \$2,907,400.00, for the policy year effective January 1, 2020.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 3:46 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 4:07 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:52 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 21, 2019 9:08 am

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #	
12/05/2019	Finance/Audit	Approval of Investment Policy		
Action That the Airport Board approve the attached Investment Policy, Investment Strategies, Approved Broker/Dealers and Training Sources for the period of February 1, 2020 through January 31, 2021.				
Description <ul style="list-style-type: none">• As required by the Texas Public Funds Investment Act (PFIA), all governing bodies of public entities must annually approve an investment policy, providing guidance for the investment of public funds.• Additionally, the PFIA requires that the governing body also approve the investment strategies for the entity, the broker/dealers authorized to sell investments to the entity and the training sources utilized by the investment officers of the entity to meet their training requirements under the Act.• A copy of the proposed Policy has been provided as well as a red-lined draft marked to the last approved policy.• Notable changes to the investment policy include:<ul style="list-style-type: none">◆ Increased the number of investment officers from 3 to 5, adding the Treasury Analyst and the Cash & Investment manager to the list, with the caveat that the authority should only be exercised when one or more of the current officers are unavailable;◆ Replaced Bank of America with Vining Sparks LBG, LP on the list of broker/dealers;◆ Increased the allowable amount of collateral in the form of a Letter of Credit from the Federal Home Loan Bank from \$150 million to \$200 million.◆ Added flexibility regarding maximum maturities when internally transferring an investment from one fund to another.• No changes were made to the approved training sources.				
Justification <ul style="list-style-type: none">• This provides guidelines for the investment of DFW Public Funds and compliance with the Texas Public Funds Investment Act.				
D/S/M/WBE Information <ul style="list-style-type: none">• 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 InformationAdditional Attachments: **Y****BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

That the Airport Board approve the attached Investment Policy, Investment Strategies, Approved Broker/Dealers and Training Sources for the period of February 1, 2020 through January 31, 2021.

Approved as to Form by

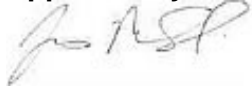

Rodriguez, Elaine
Legal Counsel
Nov 20, 2019 5:19 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 10:54 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 9:31 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 20, 2019 4:14 pm

Pending

Chief Executive Officer

Date

Dallas Fort Worth International Airport

INVESTMENT POLICY and STRATEGIES



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Section I	Investment Policy
Section II	Investment Strategy
Section III	Approved Broker/Dealers
Section IV	Approved Investment Training Sources & Current Investment Officer's Training Certificates
Section V	Texas Public Funds Investment Act
Section VI	Texas Public Funds Collateral Act

SECTION I

INVESTMENT POLICY

1.0 INTRODUCTION AND PURPOSE

- A. This policy ("Investment Policy") shall provide the guidelines by which the Dallas/Fort Worth International Airport Board ("DFW") will maintain adequate cash to meet its liquidity needs and to provide protection for its principal while optimizing yield. This policy also serves to satisfy the statutory requirements of defining and adopting a formal investment policy as required by the Texas Public Funds Investment Act, Government Code Chapter 2256 (the "Act") as amended and effective June 17, 2011 (see Section V below) and provides compliance with existing bond ordinances. All investments made by DFW shall comply with the Act, and federal, state and local statutes, rules and regulations.

2.0 SCOPE

- A. This Investment Policy applies to the operating funds, special purpose funds, interest and sinking funds, reserve funds, bond funds and FIC funds of DFW. Excluded from this policy are the Dallas/Fort Worth International Airport Employees' Retirement Plans and funds held by a trustee in accordance with an authorized trust agreement. The investment of bond funds (as defined by the Internal Revenue Service) is managed in accordance with their governing resolution and all applicable state and federal law.

3.0 INVESTMENT OBJECTIVES

- A. Investment of the funds covered by this policy is governed by the following objectives in the order of priority:
- 1) Safety of Principal
 - a) The primary objective of all investment activity is the preservation of capital and safety of principal in the overall portfolio. Each investment transaction will seek to ensure first that capital losses are avoided, whether they are from security defaults or erosion of market value.
 - b) DFW seeks to control risk of loss due to the failure of a security issuer or grantor. Such risk will be controlled by investing only in the safest type of securities as defined in the policy; by collateralization as required by law; and through portfolio diversification by maturity and type.
 - 2) Maintenance of Adequate Liquidity: To the extent that cash flow requirements can be reasonably anticipated, investments are managed to meet them. Liquidity needs are met by investing in investment pools, no-load money market funds and interest-bearing demand bank accounts that allow for same day withdrawals.
 - 3) Public Trust: All participants in DFW's investment process shall seek to act responsibly as custodians of the public trust. Investment Officers (as defined in Section 13.0 below) shall avoid any transactions that impair the public confidence in DFW.
 - 4) Optimization of Interest Earnings: The investment portfolio is managed with the objective of optimizing interest earnings while remaining in compliance with the policy, the law, and the Airport's risk tolerance, as expressed in this policy. Optimizing interest earnings, although important, is subordinate to the safety and liquidity objectives of DFW.

4.0 AUTHORIZED INVESTMENTS

- A. Investments described below are authorized by the Act and are eligible investments for DFW. The purchase of specific issues may at times be restricted or prohibited by the Finance/Audit Committee and Board of Directors. Except for money market mutual funds, at no time shall any single security (cusip) exceed 5% of total DFW funds unless said investment consists of, or is collateralized by instruments described in Section 9.0. DFW funds governed by this policy may be invested in:
- 1) Obligations of the United States or its agencies or instrumentalities as permitted by Government Code 2256.009(a)(1)

- 2) Obligations of the State of Texas or its agencies or instrumentalities as permitted by Government Code 2256.009(a)(2)
- 3) Other obligations, the principal and interest of which are unconditionally guaranteed or insured by the full faith and credit of this State or the United States or their respective agencies and instrumentalities, including obligations that are fully guaranteed or insured by the Federal Deposit Insurance Corporation or by the explicit full faith and credit of the United States, as permitted by Government Code 2256.009 (a)
- 4) Municipal obligations having a minimum bond rating of A as permitted by Government Code 2256.009(a)(5)
- 5) Certificates of deposit and share certificates as permitted by Government Code 2256.010
- 6) Fully collateralized repurchase agreements permitted by Government Code 2256.011
- 7) Banker's acceptances as permitted by Government Code 2256.012
- 8) Commercial paper as permitted by Government Code 2256.013 that is issued in the United States and pre-approved by at least two Investment Officers
- 9) Two types of mutual funds as permitted by Government Code 2256.014 - money market mutual funds and no-load mutual funds
- 10) A guaranteed investment contract ("GIC") as an investment vehicle for bond proceeds provided it meets the criteria and eligibility requirements established by Government Code 2256.015
- 11) Public funds investment pools as permitted by Government Code 2256.016

5.0 INTEREST-BEARING DEMAND BANK ACCOUNTS

- A. In addition to regular demand bank accounts, DFW may deposit funds into interest-bearing demand bank accounts.
 - 1) Interest-bearing demand bank accounts shall be considered the same as demand bank accounts in that collateral shall conform to the same levels contractually agreed upon in the depository contract.
 - 2) Letters of credit issued by the Federal Home Loan Bank ("FHLB") agency can be accepted as collateral for interest bearing demand bank accounts, in an amount not to exceed ~~\$200~~ **\$150** million.

6.0 UNAUTHORIZED INVESTMENTS

- A. The following investments are specifically prohibited under this Policy:
 - 1) Collateral mortgage obligations and any derivatives thereof
 - 2) Asset-backed commercial paper
 - 3) Investments specifically prohibited by Government Code 2256.009(b)
 - 4) Investments with maturities greater than ten years based on DFW's original settlement (purchase) date
- B. Disposition of investments that were authorized investments at the time of purchase but have subsequently become unauthorized:
 - 1) DFW is not required to liquidate investments that were authorized investments at the time of purchase. Per Government Code 2256.017, the decision to sell such a security will be reasonably and prudently reviewed by the Investment Officers and a determination made with the best interest of DFW in mind.

7.0 CREDIT RATING MONITORING

- A. DFW will monitor credit rating changes monthly through the Bloomberg Launchpad Program. Investments required to be monitored must have a minimum required rating as stated in Government Code 2256.009. If an investment no longer has the minimum rating required, the Investment Officers will take all prudent measures that are consistent with this investment policy, including possible liquidation of the investment.

8.0 SPECIAL PLACEMENT OF CERTIFICATES OF DEPOSIT

- A. The Board of Directors may authorize placement of certificates of deposit ("CD") with small, local financial institutions located in the Dallas/Fort Worth metropolitan statistical area, in an amount not

greater than \$1,000,000 and with maturities of one year or less, without seeking competitive bids.

9.0 COLLATERAL

A. CERTIFICATES OF DEPOSIT COLLATERAL

- 1) Authorization: Consistent with the Texas Government Code, Chapter 2257, ~~as amended and effective June 2011~~ (see Section VI), DFW requires all bank and savings and loan association deposits to be federally insured or collateralized with authorized securities. Financial institutions providing CDs, where collateral will be pledged, are required to sign a depository agreement with DFW. The safekeeping portion of the depository agreement will define DFW's rights to the collateral in case of default, bankruptcy, or closing and will establish a perfected security interest in compliance with federal and state regulations. The depository agreement must:
 - a) Be in writing;
 - b) Be executed by the depository and DFW contemporaneously with the acquisition of the asset;
 - c) Be approved by the depository's board of directors or loan committee, with a copy of the meeting minutes delivered to DFW; and
 - d) Be part of the depository's "official record" continuously since its execution.
- 2) Allowable Collateral
 - a) Obligations of the United States or its agencies or instrumentalities, as permitted by Government Code 2256.009.
 - b) Obligations of the State of Texas or its agencies or instrumentalities, as permitted by Government Code 2256.009.
 - c) Municipal obligations having a minimum bond rating of AA as permitted by Government Code 2256.009.
 - d) Letters of credit issued by the Federal Home Loan Bank ("FHLB") agency. The use of FHLB letters of credit as a form of collateral ~~may be used for are restricted to~~ special placement of CDs as defined in Section 8.0.
 - e) Surety bonds issued by financial institutions having at least an AA or an equivalent credit rating from at least one nationally recognized rating firm. Surety bonds shall be monitored annually to assure the bond remains in place and is of an amount adequate to meet this policy.
 - f) Collateral as permitted by the pooled collateral state program under Subchapter F of the Public Funds Collateral Act.
- 3) Collateral Levels
 - a) The market value of the principal portion of collateral pledged for CDs must at all times be equal to or greater than the par value of the CD plus accrued interest, less the applicable level of FDIC insurance. The collateral market value must be maintained at the following levels:
 - (1) US Treasuries or agencies, State of Texas agencies or instrumentalities, and municipal obligations rated AA – 102%
 - (2) Surety bonds rated AA – 100%
 - (3) FHLB letters of credit – 100%
 - (4) If multiple forms of collateral are utilized, the total collateral should be at least 102%
- 4) Monitoring Collateral Adequacy: Surety bonds and FHLB letters of credit will be monitored on an annual basis. Other types of acceptable collateral will be monitored on a monthly basis. An Investment Officer will monitor adequacy of collateralization levels to verify market values and total collateral positions. If the collateral pledged for a certificate of deposit falls below the par value of the deposit, plus accrued interest, less FDIC insurance, the institution issuing the CD will be notified by an Investment Officer and will be required to pledge additional collateral no later than the end of the next succeeding business day after notice.
- 5) Safekeeping of Collateral: All collateral securing bank and savings and loan deposits, with the exception of surety and FHLB Letters of Credit, must be held by a third-party institution, in DFW's name, meeting the requirements of the Public Funds Collateral Act and acceptable to DFW, or by

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the Federal Reserve Bank.

B. COLLATERAL FOR REPURCHASE AGREEMENTS AND GUARANTEED INVESTMENT CONTRACTS ("GICs")

- 1) Authorization: Repurchase agreements or GICs must also be secured in accordance with State law. Counter-parties to a repurchase transaction will be required to sign a copy of the Bond Market Association Master Repurchase Agreement or a form compliant with such agreement as approved by DFW. An executed copy of this Agreement must be on file before DFW will enter into any transaction with counter-parties. The Finance and Audit Committee and the Board of Directors must approve all Master Repurchase Agreements and GICs.
- 2) Allowable Collateral
 - a) United States Treasuries
 - b) United States Agencies or Instrumentalities
 - c) Collateral as permitted by the pooled collateral state program under Subchapter F of the Public Funds Collateral Act.
 - d) Cash in combination with the obligations described in a) through c) above.
- 3) Collateral Levels
 - a) A repurchase agreement or GIC's security value will be the par value plus accrued interest. The collateral market value must be maintained at the following minimum levels:

Agreement Maturities Greater Than One Business Day

U. S. Treasury Securities	102%
U. S. Agency and Instrumentalities	102%

Agreement Maturities Not Exceeding One Business Day

All Securities	100%
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- 4) Monitoring Collateral Adequacy: Monthly monitoring by an Investment Officer of market values of all underlying securities purchased as collateral for repurchase agreements and GICs is required. If the value of the securities underlying an agreement should fall below the required amount, an Investment Officer will notify the repo or GIC issuer, who will have one business day from notice to remedy the insufficiency.
 - 5) Safekeeping of Collateral: The securities pledged under repurchase agreements and GICs must be delivered to a third-party custodian with whom DFW has established a safekeeping agreement.
- C. COLLATERAL SUBSTITUTION
- 1) Collateral substitutions are permitted when the substitute collateral is of the type allowable by this policy and maintains the collateral levels required by this policy. Notice of collateral substitution must be submitted in writing to DFW within three business days of the substitution and include the type and market value of both the collateral substituted and the substitute collateral. The Investment Officers may prohibit or limit substitution and assess appropriate fees if substitution becomes excessive or abusive. Any costs relating to the substitution of collateral must be the responsibility of the institution requesting the substitution.

10.0 SAFEKEEPING OF INVESTMENTS

- A. All securities transactions will be executed by "delivery versus payment" (DVP) or "receive versus payment" (RVP) through DFW's Safekeeping Agent (as defined below). By so doing, DFW funds are not released until DFW has received, through the Safekeeping Agent, the securities purchased.
- 1) Safekeeping Agreement - DFW will contract with an independent third-party custodian (the "Safekeeping Agent") for the safekeeping of securities owned by DFW as a part of its investment portfolio. All securities shall be held in the name of DFW and shall be evidenced by a monthly statement from the Safekeeping Agent.

11.0 FINANCE/AUDIT COMMITTEE

- A. The Finance and Audit Committee shall serve as the oversight committee relating to the investment of DFW's funds. Responsibilities in this regard are to:
 - 1) Review and recommend approval by the Board of Directors of the Investment Policy on an annual basis as required by the Act.

- 2) Review and recommend approval by the Board of Directors of an Annual Investment Strategy for each fund on an annual basis as required by the Act.
- 3) Review investment reports on a quarterly basis.

12.0 REVIEW AND ADOPTION

- A. This Investment Policy, Investment Strategies, Approved Investment Training Sources, and Approved Broker/Dealers List will be reviewed annually by the Finance and Audit Committee and approved by the Board of Directors. Interim amendments must be reviewed by the Finance and Audit Committee and approved by the Board of Directors.

13.0 AUTHORITY TO INVEST

- A. The Chief Financial Officer, the Vice President of Treasury Management, ~~and, the Senior Cash and Investment Manager, Treasury Analyst and the Cash & Investment Manager;~~ are the "Investment Officers" of DFW. Except as limited below, Investment Officers are authorized to deposit, withdraw, transfer, and execute documentation with regard to investments, and manage DFW funds in accordance with this Investment Policy and Strategies. All investment purchases and sales, excluding money market fund transfers on established accounts, require the approval of two investment officers. Approval may be affected by email or text message with signatures to follow.
- B. The Cash & Investment Manager and the Treasury Analyst will exercise the rights of an Investment Officer, respectively, solely in the absence of any one or more of the primary officers – Chief Financial Officer, Vice President Treasury Management and Senior Cash and Investment Manager.

14.0 INVESTMENT TRAINING

- A. All "Investment Officers" are required to take at least 10 hours of investment training from an approved training source within 12 months after taking office or assuming duties. Thereafter, 10 hours of training is required once in every two fiscal years. The training will address investment controls, security risks, strategy risks, market risks, and compliance with the Act. If an Investment Officer is not in compliance with the Act, the officer will be suspended from the duties and responsibilities of the office until such time as they regain compliance. To insure quality and suitability, training will be obtained from independent sources not involved in investment transactions with DFW, and that are approved by the Board of Directors. See Section IV of this policy book for a list of approved investment training sources

15.0 PRUDENCE

- A. The standard of prudence to be used by DFW will be the "prudent person standard" and will be applied in the context of managing the overall portfolio within the applicable legal constraints and under the prevailing economic conditions. The standard states: "Investments will be made with judgment and care, under circumstances then prevailing, that a person of prudence, discretion and intelligence would exercise in the management of the person's own affairs, not for speculation, but for investment, considering the probable safety of capital and the probable income to be derived".
- B. The designated Investment Officers will perform their duties with judgment and care in accordance with the adopted Investment Policy and internal procedures. Investment Officers, acting in good faith and in accordance with these policies and procedures, will be relieved of personal liability. In determining whether an investment officer has exercised prudence with respect to an investment decision (in addition to compliance with policies and procedures) the determination will be made taking into consideration the investment of all funds, or funds under the entity's control, over which the officer had responsibility rather than a single investment.

16.0 STANDARD OF ETHICS

- A. The designated Investment Officers will adhere to Dallas / Fort Worth International Airport Board Code of Business Ethics and the Act. All Investment Officers will disclose to the Finance and Audit Committee their financial interests in financial institutions that conduct business with DFW, and they will disclose all personal financial/investment positions that could be related to the performance of DFW's portfolio. Investment Officers will refrain from personal business activity,

other than routine banking relations, that could conflict with proper execution of the investment program, or which could impair their ability to make impartial investment decisions.

Additionally, all Investment Officers will file with the Texas Ethics Commission and DFW a statement disclosing any personal business relationship with an entity seeking to sell investments to DFW or any relationship within the second degree by affinity or consanguinity to an individual seeking to sell investments to DFW.

- B. All Investment Officers shall certify in writing to the Chief Executive Officer no later than December 31 of each year that they have no personal business relationship with any investors or investment companies currently involved in investment activities or seeking investment opportunities with DFW. Written notice shall be made to the Texas Ethics Commission only if such relationship exists.

17.0 ESTABLISHMENT OF INTERNAL CONTROLS

- A. The Finance and Audit Committee of the Board of Directors will oversee the investment officers in the maintenance of a system of internal controls over the investment activities of DFW. DFW, in conjunction with its annual financial audit, will perform a compliance audit of management controls on investments and adherence to the Investment Policy.

18.0 REPORTING

- A. Investment performance will be monitored and evaluated by the Investment Officers. The Investment Officers will provide a quarterly comprehensive report, as defined in the Act, signed by all Investment Officers to the Finance and Audit Committee, the Board of Directors and to the Chief Executive Officer. An independent auditor will formally review the investment reports at least annually and the result of the review reported to the governing body by that auditor. DFW will utilize a nationally recognized pricing service to obtain market prices for investments acquired with public funds. This investment report will:
 - 1) Describe in detail the investment position of DFW on the date of the report;
 - 2) State the reporting period beginning market value and ending market value for the period of each pooled fund group.
 - 3) Include all fully accrued interest as of the end of the reporting period.
 - 4) State the reporting period, beginning market value and book value and ending market value and book value for each investment security by asset type and fund type.
 - 5) State the maturity date of each investment security.
 - 6) State the fund for which each investment security was purchased, and
 - 7) State the compliance of the investment portfolio with the Investment Policy, Investment Strategy and the Act.

19.0 BROKER/DEALERS

- A. Annually, DFW shall adopt a list of qualified broker/dealer firms authorized to engage in investment transactions with DFW.
- B. The Investment Officers shall evaluate the broker/dealers and select not less than five and not more than seven broker/dealers, excluding the depository bank, to be presented to the Board of Directors for approval.
- C. Each broker/dealer firm, at least annually, shall sign a letter of acknowledgment that:
 - 1) The qualified broker/dealer representative signing the acknowledgment is authorized to execute the document on behalf of the Broker/Dealer company;
 - 2) That the qualified broker/dealer representative has received and reviewed the Investment Policy and Strategies;
- D. DFW may not purchase investments from a new broker/dealer until the acknowledgement has been signed and received by the Investment Officer(s).
- E. New broker/dealers shall complete and submit a broker/dealer questionnaire provided by DFW

- F. Approved broker/dealers with securities inventories available electronically for view and/or purchase, shall provide DFW the ability to view and purchase investments electronically. Failure of a broker/dealer to notify DFW of the ability to view and/or purchase investments electronically or to deny access may be cause for termination.
- G. In the event that DFW's current depository is not an approved broker/dealer, there shall be a separate certification signed by a qualified representative of the bank. Such certification will cover daily sweep investments and money market transactions within the depository bank.
- H. This Investment Policy is in effect until the Board of Directors approves a superseding policy and said policy has been made available to the broker/dealers. The Investment Officers shall provide a new investment policy approved by the Board of Directors within 60 days of approval.

20.0 COMPETITIVE PRACTICES

- A. Investment transactions governed by this policy will adhere to bidding procedures as outlined in the Public Funds Investment Act, whether the transaction is executed by an Investment Officer or by a contracted investment advisor. Viewing published broker/dealer's inventories available for sale may be considered an offer and a part of the competitive review process. At least three (3) competitive offers/bids for all security transactions is required.

21.0 ELECTRONIC PORTALS

- A. Investment Officers may use electronic portals such as Bloomberg to view, solicit and complete securities sales and purchase transactions.

22.0 DIVERSIFICATION

- A. Diversification by investment type will be maintained to ensure an active and efficient secondary market in portfolio investments and to control the market and credit risks associated with specific investment types.
- B. Bond proceeds may be invested in a single security or investment if the Finance/Audit Committee determines that such an investment is necessary to comply with federal arbitrage restrictions or to facilitate arbitrage record keeping and calculation.

23.0 SALE OF SECURITIES

- A. A security may be liquidated to meet unanticipated cash requirements, to minimize the loss of principal on a declining credit security or to re-deploy cash into other investments expected to outperform current holdings, or otherwise improve the quality, yield or target duration in the portfolio.

24.0 INVESTMENT POLICY ADOPTION

- A. DFW's Investment Policy shall be adopted by resolution of the Board of Directors at least annually. It is DFW's intent to comply with state law and regulations. The Investment Policy shall be subject to revisions consistent with changing laws, regulations, and needs of DFW. The resolution of the Board of Directors shall include a detail of all substantive changes to the policy.

25.0 PRECEDENCE

- A. Should there be any discrepancies, conflicts or inconsistencies between the Act and the Investment Policy, the Act shall take precedence. Similarly, if the Investment Policy does not provide complete or clear direction, the Act shall be the controlling guidance.

26.0 EFFECTIVE DATE

- A. In order to allow sufficient time for the approval process and to notify broker/dealers under this Investment Policy, the effective date of this Investment Policy is February 31, 202019. The Investment Policy approved on December 6-7, 20187 shall remain effective until that date.

SECTION II
INVESTMENT STRATEGIES
A. PORTFOLIO STRATEGY

1.0 PURPOSE

- A. These investment strategies ("Investment Strategies") conform to the requirements of the Texas Public Funds Investment Act ("the Act") Government Code 2256.005 (d) which states: "As an integral part of an investment policy, the governing body shall adopt a separate written investment strategy for each of the funds or group of funds under its control. Each investment strategy must describe the investment objectives for the particular fund using the following priorities in order of importance:
 - 1) Understanding of the suitability of the investment to the financial requirements of the entity
 - 2) Preservation and safety of principal
 - 3) Liquidity
 - 4) Marketability of the investment if a need arises to liquidate before maturity
 - 5) Diversification of the investment portfolio
 - 6) Yield
- B. The strategies provide guidelines for the day-to-day management of DFW's investment portfolio in a dynamic and changing market environment.

2.0 OPTIMIZATION OF INTEREST

- A. To optimize interest earnings, below are the recommended strategies to employ when market conditions vary.
 - 1) In markets where time risk is rewarded, invest for longer terms. This market has a normal Treasury yield curve.
 - 2) In markets where time risk is not rewarded, invest for shorter terms. This will provide the opportunity and the funds to reinvest when markets improve. This market has a flat or inverted Treasury yield curve.

3.0 PORTFOLIO DIVERSIFICATION

- A. Risk in the portfolio will be minimized by diversifying investment types and issuers according to the following limitations.
- B. Diversification targets and limits will be monitored on a quarterly basis.
- C. In the event a pooled fund group is formed at DFW, as defined in the Act, the maximum dollar-weighted average maturity will be 90 days.
- D. In case of internal sales from one fund to another, the buying fund maximum maturity may not be exceeded for more than 60 days. Should a transaction of this nature happen, such should be noted in the appropriate quarterly investment report.

Limits by Investment Sector	Minimum Ratings	Maximum	Maximum Maturity
U.S. Treasury Notes/Bills	N/A	100%	10 years
U.S. Agencies & Instrumentalities	N/A	100%	10 years
Texas Agencies or Instrumentalities	N/A	100%	10 years
Certificates of Deposit	N/A	100%	5 years
Banker's Acceptances	Short-Term A1/P1	20%	270 days
Municipals	A or equivalent by one nationally recognized ratings agency	30%	10 years
Repurchase Agreements	A or equivalent by one nationally recognized ratings agency	100%	5 years
Guaranteed Investment Contract	A or equivalent by one nationally recognized ratings agency	100%	5 years
Money Market Mutual Funds Stable Value	N/A	55%	N/A
No Load Mutual Funds	AAA or AAAM by one nationally recognized rating agency	15%	N/A
Local Government Pool	AAA or AAAM by one nationally recognized rating agency	55%	
Callable U.S. Agencies	N/A	40%	10 years
Commercial Paper	A1/P1 by two recognized ratings agencies	25%	270 days

<u>Limits for Individual Issuers Under Each Category</u>	<u>Maximum Issuer Percentage</u>
U.S. Agencies & Instrumentalities	40%
Certificates of Deposit	20%
Banker's Acceptances	5%
Municipals – State & Local	10%
Municipals – Out-of-State	10%
Repurchase Agreements	25%
Guaranteed Investment Contracts	25%
Money Market Mutual Funds (A1)	20%
Local Government Pools	55%
No Load Mutual Funds	15%
Commercial Paper	10%

B. STRATEGIES BY FUND

1.0 OPERATING FUNDS (102)

- A. The Operating Fund has two strategies. One for general operating funds and another for reserve-type funds
 - 1) General Operating Fund
 - (a) Fund Purpose: The main Operating Fund is used to meet daily operating and maintenance expenses, and to provide for the monthly transfers to the various interest and sinking funds that accumulate the annual debt service coverage.
 - (b) Estimated Fund Retention: Securities will be positioned to mature within one year.
 - (c) Maximum Maturity: One year
 - (d) Target Weighted Average Maturity ("WAM"): 180 days
 - (e) Appropriate Investments: Liquidity is essential to meet DFW's ongoing obligations and may be effectively achieved with approved short-term investments. Diversification by maturity date may assure that funds are available to meet obligations.
 - (f) Yield Objective: Shall be to optimize investment earnings within policy guidelines and liquidity constraints.
 - (g) Benchmark: The benchmark is the average 3-month Treasury Bill yield over the quarterly reporting period.
 - 2) Three Month Operating Reserve and Rolling Coverage Funds
 - (a) Fund Purpose: The Three Month Operating Reserve Fund is a long-term reserve fund equal to one-quarter of the current operating expenses of DFW. The Rolling Coverage Fund is a long-term reserve fund equal to one-quarter of DFW's annual debt service payments.
 - (b) Estimated Fund Retention: As reserve funds, the balance is stable and long-term.
 - (c) Maximum Maturity: The maximum maturity is 10 years, however, at the end of the preceding quarter, at least 75% of the combined funds referenced in 2) above shall have final maturities of five years or less.
 - (d) Target WAM: Shall range from 24 to 48 months depending on perceived market conditions.
 - (e) Appropriate Investments: Any investments authorized by policy, except Guaranteed Investment Contracts (GIC's) and Flexible Repurchase Agreements are suitable for this reserve fund. Liquidity is not a primary concern. Diversification by issuer is also preferred but shall be considered primarily as part of the overall portfolio.
 - (f) Yield Objective: Shall be to optimize interest earnings by extending portfolio maturities thereby taking advantage of upward sloping yield curves or locking in higher yields during periods of monetary policy easing.
 - (g) Benchmark: Shall be the average 2-Year Treasury Note yield over the quarterly reporting period.

2.0 PFC FUND (252)

- A. Fund Purpose: This fund is for passenger facility charges ("PFC") revenue that is segregated per law.
- B. Estimated Fund Retention: DFW will spend PFCs at the same rate they are collected.
- C. Maximum Maturity: One year
- D. Target WAM: 180 days
- E. Appropriate Investments: Liquidity is essential to meet the monthly debt service payments to the Interest and Sinking Funds. Therefore, securities with active secondary markets and a high degree of marketability are preferred. Diversification by issuer is also preferred but shall be considered primarily as part of the overall portfolio.
- F. Yield Objective: Shall be to optimize interest earnings within policy guidelines and liquidity constraints.
- G. Benchmark: The 3-month Treasury Bill yield will be the benchmark.

3.0 CAPITAL FUNDS

A. Joint Capital Account (320)

- 1) Fund Purpose: As part of the new Use Agreement, the Joint Capital Fund is a segregated fund for capital improvements subject to airline approval (MII).
- 2) Estimated Funds Retention: Funds in this account will be expended over a one to three year period. DFW currently plans to use the Joint Capital Account to fund scheduled projects, then to reimburse the Joint Capital Account from the issuance of bonds during construction. In addition, DFW expects to maintain a core amount of about \$200 million that may be held for longer periods. This Account is funded from proceeds from natural gas royalties and the sale of real estate.
- 3) Maximum Maturity: Five years
- 4) Target WAM: The target weighted average maturity of the Joint Capital Account shall be based on an annual review of expected cash flows, but will normally range from 180 days to three years. Whenever possible, the maturity structure shall be laddered with securities maturing on various dates to meet known obligations.
- 5) Appropriate Investments: Liquidity is essential to meet DFW's ongoing obligations and may be effectively achieved with the use of short and long-term investments. Diversification by maturity date will assure that funds are available to meet obligations.
- 6) Yield Objective: Shall be to optimize interest earnings within policy guidelines and liquidity constraints.
- 7) Benchmark: The benchmark for this fund shall be the one-year Moving Treasury Average ("MTA") over the quarterly reporting period.

B. DFW Capital Account (340)

- 1) Fund Purpose: The DFW Capital Fund is a segregated account for discretionary capital improvements. Expenditures from this fund do not require approval from the airlines.
- 2) Estimated Funds Retention: The DFW Capital Fund will generally pay for capital projects in one to three years. DFW plans for this Account to receive approximately \$70 million.
- 3) Maximum Maturity: Three years
- 4) Target WAM: The target weighted average maturity shall be 180 days to two years depending on perceived market conditions and expected liquidity in the fund
- 5) Appropriate Investments: Any short-term investments authorized by policy
- 6) Yield Objective: Shall be to optimize interest earnings within policy guidelines and liquidity constraints.
- 7) Benchmark: Shall be the 6-month Treasury Bill yield over the quarterly reporting period.

C. Bond and Commercial Paper Funds (Joint and DFW Capital)

- 1) The investing of bond proceeds is subject to policy limitations and the bond covenants. Where differences exist, the bond covenants will prevail. The bond proceeds ~~in the 32X Series Funds~~ are designated for construction and capitalized interest payments.
 - (a) Fund Purpose: The bond funds are used to reimburse construction funds and are to be expended in accordance with the anticipated timeframe for the projects involved, to pay capitalized interest on semi-annual debt service payments.
 - (b) Estimated Fund Retention: Fund will be expended based on construction.
 - (c) Maximum Maturity: Not to exceed three years.
 - (d) Target WAM: One year.
 - (e) Appropriate Investments: Subject to the restrictions of individual bond covenants, any investment authorized by policy except non-2a7 mutual funds are suitable for investment of Bond Funds. Liquidity is essential to meet capitalized interest debt service payments.
 - (f) Yield Objective: Shall be to optimize interest earnings within known cash flow requirements, policy guidelines and individual bond covenants.
 - (g) Benchmark: The benchmark for this fund is the 6-month Treasury Bill
- 2) Construction Funds (Joint and DFW Capital) – Funds are zero balance accounts.

Commented [MJW1]: This sounds like expectations for a specific year – can we delete or is this important to have in policy?

4.0 INTEREST AND SINKING FUNDS (500s)

- A. Fund Purpose: The purpose of the Interest and Sinking (I&S) Funds is to meet semi-annual debt service obligations.
- B. Estimated Funds Retention: Short-term to meet semi-annual debt service payments
- C. Maximum Maturity: One year
- D. Target WAM: 90–270days
- E. Appropriate Investments: Any short-term investments authorized by policy, except 2a7 mutual funds, are suitable for the Interest & Sinking Funds. Securities possessing active secondary markets and a high degree of marketability are preferred. Diversification by issuer is also preferred but will be considered primarily as part of the overall portfolio.
- F. Yield Objective: The yield objective shall be to optimize interest earnings within policy guidelines and liquidity constraints.
- G. Benchmark: The benchmark for this fund shall be the average 3-month Treasury Bill yield over the quarterly reporting period.

5.0 DEBT SERVICE RESERVE FUNDS (600s)

- A. Fund Purpose: In case of an emergency, the Debt Service Reserve Fund will be used to make debt service payments.
- B. Estimated Funds Retention: Long-term
- C. Maximum Maturity: The maximum maturity is 10 years, however, at the end of the preceding quarter, at least 75% of the fund shall have final maturities of five years or less.
- D. Target WAM: Shall be from 2 - 4 years depending on perceived market conditions.
- E. Appropriate Investments: Any investments authorized by policy, except Guaranteed Investment Contracts (GIC's) are suitable for the Debt Service Reserve Fund. Liquidity is not a primary concern, although securities possessing active secondary markets and a high degree of marketability are preferred. Issuer and maturity date diversification is also preferred, but shall be considered primarily as part of the overall portfolio.
- F. Yield Objective: Shall be to optimize interest earnings by extending portfolio maturities, thereby taking advantage of upward sloping yield curves, or locking in higher yields during periods of monetary policy easing.
- G. Benchmark for this fund shall be the average 2-Year Treasury Note yield over the quarterly reporting period.

6.0 PFIC FUNDS – Funds 900s, 910 and 914

- A. CTC Funds
 - 1) Fund Purpose: Used to pay rental car center ("RAC") bus operating expenses.
 - 2) Estimated Funds Retention: Less than one year.
 - 3) Maximum Maturity: One year.
 - 4) Target WAM: 180 days
 - 5) Appropriate Investments: short-term
 - 6) Yield Objective: Liquidity takes precedence and then maximize yield within the short-term time frame
 - 7) Benchmark: Average 3-month Treasury Bill over the reporting period
- B. CFC Funds
 - 1) Fund Purpose: To pay monthly debt service payments of RAC refunding bonds and to use for PFIC-approved capital expenditures.
 - 2) Estimated Funds Retention: Three to five years for a core amount (approximately \$25 million) and one to two years for the remaining.
 - 3) Maximum Maturity: Five years for the core amount and two years for the remainder.
 - 4) Target WAM: 180 to 360 days depending on projected cash flows.
 - 5) Appropriate Investments: short to mid-term

- 6) Yield Objective: Liquidity takes precedence and then maximize yield within the short to mid-term time frame for the non-core
- 7) Benchmark: Average 6-month Treasury Bill over the reporting period
- C. Hotels Operating Funds
 - 1) Fund Purpose: To pay for hotel operating expenses may be used for PFIC-approved expenditures.
 - 2) Estimated Funds Retention: Approximately one year.
 - 3) Maximum Maturity: One Year
 - 4) Target WAM: 180 days
 - 5) Appropriate Investments: Short-term
 - 6) Yield Objective: Liquidity takes precedence and then maximize yield within the short to mid-term time frame
 - 7) Benchmark: 3-month Treasury Bill
- D. Hotels FF&E Funds
 - 1) Fund Purpose: To purchase furniture, fixtures and equipment for the hotel per budget.
 - 2) Estimated Funds Retention: One year.
 - 3) Maximum Maturity: One year.
 - 4) Target WAM: 90 to 180 days
 - 5) Appropriate Investments: Short-term investments such as discos, money markets and commercial paper.
 - 6) Yield Objective: Liquidity takes precedence and then maximize yield within the short-term time frame
 - 7) Benchmark: 3-month Treasury Bill
- E. Hotels and West Business Center Capital Accounts
 - 1) Fund Purpose: To supplement the FF&E funds to pay for PFIC approved long-term capital projects.
 - 2) Estimated Funds Retention: Up to three years, based on new PFIC investment opportunities.
 - 3) Maximum Maturity: 3 years
 - 4) Target WAM: 180 days to 2 years
 - 5) Appropriate Investments: Any investments authorized by policy, except GICs and Repos.
 - 6) Yield Objective: Maximize yield by extending maturities of funds that will not be expended in the near future.
 - 7) Benchmark: 1-year Treasury Bill.

5

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SECTION III

2019-2020 APPROVED BROKER/DEALERS

BofAML Securities, Inc.
(MLPF&S)
540 Madison St.
IL 4-540-28-01
Chicago, IL 60661
Mark Tranchina & Julia Erickson
(312) 234-4562
Vining Sparks IBG, LP
2107 Elliot Avenue,
Suite 208
Seattle, WA 98121
Anthony Nelson, 206-443-7256
Mark Stahl, 206-443-7258

Rice Securities, LLC
Minority Owned
55 Broad Street, 27th Floor
New York, NY 1004
Jared Fragin & Tim Barbera
(212)-908-9260

Piper Jaffray & Co.
1177 West Loop South,
Suite 1500
Houston, TX 77027
Jason Jeansonne
(713) 343-3915

Samuel A. Ramirez & Co., Inc.
Minority Owned
61 Broadway, Suite 2924
New York, NY 10006
Tracy Marcus and

T. Ryan Greenwalt
(212) 378-7122

Stifel Nicolaus & Company
5956 Sherry Lane,
Suite 875
Dallas, TX 75225
Mike Bell
(214) 706-9469

Wells Fargo Securities LLC
1445 Ross Avenue,
2nd Floor
Dallas, TX 75202
Michael Minahan
(214) 777-4014

Multi-Bank Securities, Inc.
20 North Wacker Dr.
Chicago, IL 60606
Carol Mackoff
(888) 857-4740
Ken Bruce
(888) 537-0740

Money Market Investments
JP Morgan Chase
(Commercial Bank)
420 Throckmorton, 4th Floor
Fort Worth, TX. 76102
Mike Wilson
(817) 884-4283

Note: If a broker/dealer is minority-owned or a primary dealer this is noted under the firm's name.

SECTION IV
2019 APPROVED INVESTMENT TRAINING SOURCES
&
INVESTMENT OFFICER'S TRAINING CERTIFICATES

- Alliance of Texas Treasury Associations (TEXPO Conferences)
- University of North Texas Center for Public Management
- Patterson & Associates
- Texas State University - William P. Hobby Center for Public Service
- Government Treasury Association of Texas - Conferences/Classes

SECTION V
PUBLIC FUNDS INVESTMENT ACT

There were no amendments to the PFIAs in 201~~9~~⁸ by the Texas Legislature.

SECTION VI
PUBLIC FUNDS COLLATERAL ACT

There were no amendments to the Texas PFCAs in 201~~9~~⁸.

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

Date	Committee	Subject	Resolution #		
12/05/2019	Finance/Audit	Cellular and Data Services			
Action That the Chief Executive Officer or designee be authorized to increase Contract No. 7006392, for Cellular and Data Services, with AT&T Mobility National Accounts LLC, of Atlanta, Georgia, in an amount not to exceed \$250,000.00, for a revised Contract amount of \$1,246,000.00.					
Description <ul style="list-style-type: none">• Increase the Contract for Cellular and Data Service in support of the Airport's communications needs. Justification <ul style="list-style-type: none">• Contract increase supports addition of "FirstNet" a service that prioritizes data and voice communications for first responders.• Number of mobile devices issued for staff to support their job duties has increased.• New mobile applications have been deployed to facilitate Ground Transportation dispatch, vehicle inspections at entry points to the airfield, and inspections performed by both the Customer Experience and Design Code and Construction Departments.					
D/S/M/WBE Information <ul style="list-style-type: none">• The annual goal for the SBE Program is 20%.• N/A - Not subject to a goal per the Board's SBE Policy due to the nature of the procurement. (DIR Procurement)					
Schedule/Term <ul style="list-style-type: none">• The current Contract completion date of June 2020, is not affected by this action.					
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount	
7006392			NTE \$250,000.00	\$1,246,000.00	
For Information contact		Fund	Project #	External Funding Source	Amount
Michael Youngs 3-5350 Miriam Seymour 3-5631		Operating Fund			\$250,000.00

Additional Information

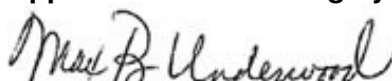
- On August 4, 2016, by Resolution No. 2016-08-188, the Board awarded Contract No. 7006392 through the Department of Information Resources (DIR) Contract No. DIR-TSO-3420, for Cellular and Data Services to AT&T Mobility National Accounts LLC, of Atlanta, Georgia.

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 Contract No. 7006392, for Cellular and Data Services, with AT&T Mobility National Accounts LLC, of Atlanta, Georgia, in an amount not to exceed \$250,000.00, for a revised Contract amount of \$1,246,000.00.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 3:25 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 4:05 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:53 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Information Technology Svcs
Nov 21, 2019 8:49 am

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #		
12/05/2019	Finance/Audit	Enhanced Call Center System			
Action That the Chief Executive Officer or designee be authorized to execute Contract No. 8005314, for Enhanced Call Center System, with Voxai Solutions, Inc., of Coppell, Texas, in an amount not to exceed \$2,999,116.00, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.					
Description <ul style="list-style-type: none">Award a Contract for an Enhanced Call Center System in support of the Airport's Integrated Operation Center (IOC).					
Justification <ul style="list-style-type: none">This Contract will provide a consolidated call center system that will combine all call-taking activities of the current Airport Operations Center (AOC), Experience Hub, and additional numbers into a single point of contact and a single phone number.The solution will allow customers to contact the Airport through a variety of channels to include phone, text, email, social media, chat, and self-service portal.In conjunction with the consolidated call center, the Energy Transportation & Asset Management department will establish maintenance control and coordination functions in the IOC to handle maintenance calls and coordinate work order services.This Contract will include capacity to provide future enhanced call taking services on the same platform for the Finance Call Center.Cloud-based subscription and maintenance fees of \$1,588,998 represent operating expenses.					
D/S/M/WBE Information <ul style="list-style-type: none">The annual goal for the SBE Program is 20%.N/A - Not subject to a goal per the Board's SBE Policy due to the nature of the procurement. (Goods/Finished Product)Voxai Solutions, Inc. is a certified Small Business Enterprise (IM-C); therefore their self-performance will be counted towards the Board's overall SBE Program goal.					
Schedule/Term <ul style="list-style-type: none">Start Date: December 2019Contract Term: Three years, with two one-year renewal options.					
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount	
8005314			NTE \$2,999,116.00	\$0	
For Information contact		Fund	Project #	External Funding Source	Amount
Michael Youngs 3-5350		Joint Capital Acct	26589-02		\$1,410,118.00
Miriam Seymour 3-5631		Operating			\$1,588,998.00

Additional Information

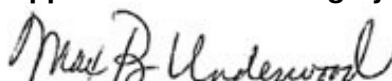
- Three proposals, one from an SBE firm, were received on or before the due date of July 29, 2019.
 - ◆ AT&T, of Dallas, Texas
 - ◆ Cloudaction, LLC, of Tulsa, Oklahoma
 - ◆ Voxai Solutions, Inc., of Coppell, Texas
- Based on evaluations of the Proposals submitted, the Evaluation Committee, consisting of representatives for the Airport's Information Technology Services, Integrated Operations Center, Operations, Customer Experience, Energy Transportation & Asset Management, and Business Diversity and Development Departments, recommends that the Contract be awarded to Voxai Solutions, Inc., of Coppell, Texas.
- Projected total of the Contract including all renewals, if approved, is \$4,096,448.00.

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. 8005314, for Enhanced Call Center System, with Voxai Solutions, Inc., of Coppell, Texas, in an amount not to exceed \$2,999,116.00, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.

Approved as to Form by


Tomme, Paul
Legal Counsel
Nov 21, 2019 3:42 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 4:59 pm

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:53 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head
Information Technology Svcs
Nov 21, 2019 8:50 am

Pending

Chief Executive Officer

Date

**DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
COMMITTEE DISCUSSION ITEM**

Meeting Date 12/05/2019	Subject Monthly Report	Committee Finance/Audit
Item For Discussion Report to the Airport Board all Contracts 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 October 2019.		
Description <ul style="list-style-type: none">• Report to the Airport Board all Contracts 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 October 2019.		

PURCHASE ORDERS BETWEEN \$25,000.00 AND \$50,000.00 (OCTOBER 2019)

VENDOR/LOCATION	PO/ CONTRACT NO.	DESCRIPTION	DEPARTMENT	AMOUNT
EPS Logix, Inc. ^{N1} Dallas, Texas	276524	Office Printers and Suppliers	Information Technology Services	\$31,345.00
		<ul style="list-style-type: none">Requisition No. 271066, 271067, 271068		Paid to Date: \$0.00
Govware, LLC Scottsdale, Arizona	276521	Panasonic Toughbook Laptops	Energy Transportation and Asset Management	\$39,555.00
		<ul style="list-style-type: none">Requisition No. 269699		Paid to Date: \$0.00
Hali-Brite, Inc. Crosby, Minnesota	276312	Kits to Upgrade Current Incandescent Lighting	Energy Transportation and Asset Management	NTE \$47,077.08
		<ul style="list-style-type: none">Requisition No. 271398		Paid to Date: \$0.00
Kirby-Smith Machinery Oklahoma City, Oklahoma	276530	Trailer Mounted Hotbox Asphalt Trailer	Energy Transportation and Asset Management	\$30,000.00
		<ul style="list-style-type: none">Requisition No. 270629		Paid to Date: \$0.00
On Computer Services LLC dba Unified Power Terrell, Texas	276522	Repair Uninterruptible Power Supplies (UPS)	Energy Transportation and Asset Management	NTE \$25,931.48
		<ul style="list-style-type: none">Requisition No. 271124		Paid to Date: \$0.00
United Rentals (North America), Inc. Forest Hill, Texas	276313	Rental of Frac Tanks	Energy Transportation and Asset Management	NTE \$41,648.00
		<ul style="list-style-type: none">Requisition No. 271314		Paid to Date: \$0.00
Wesco Chemicals, Inc. ^{N1} Waxahachie, Texas	275150	Dry Chemical System & Water Treatment Controllers	Energy Transportation and Asset Management	NTE \$30,862.94
		<ul style="list-style-type: none">Requisition No. 266448, 266433		Paid to Date: \$23,976.78
TOTAL				\$246,419.50
Note				
1. SBE – Certified through the North Central Texas Regional Certification Agency				

NON-PROFESSIONAL SERVICES CONTRACTS BETWEEN \$25,000.00 AND \$50,000.00 (OCTOBER 2019)

VENDOR/LOCATION	PO/ CONTRACT NO.	DESCRIPTION	DEPARTMENT	AMOUNT
GPI TX-A, Inc. (Audi Grapevine) Grapevine, Texas	7006876	Vehicle Lease – EVP Revenue	Procurement and Materials Management	NTE \$28,620.00 Paid to Date: \$0.00
Hargis, Kenya L. Arlington, Texas	8005330	Personal Trainer	Human Resources	NTE \$25,000.00 Paid to Date: \$0.00
TOTAL				\$53,620.00

PROFESSIONAL SERVICES CONTRACTS BETWEEN \$25,000.00 AND \$50,000.00 (OCTOBER 2019)

VENDOR/LOCATION	PO/ CONTRACT NO.	DESCRIPTION	DEPARTMENT	AMOUNT
Korn Ferry US Dallas, Texas	8005303	Total Rewards Consultant for General Compensation	Human Resources	NTE \$49,250.00 Paid to Date: \$0.00
Mercer Human Resource Consulting New York, New York	8005320	Executive Compensation Consulting	Human Resources	NTE \$42,500.00 Paid to Date: \$0.00
Pace Solutions, Inc. St. Louis, Missouri	7006869	Cyberbit Range Training	Information Technology Services	NTE \$49,500.00 Paid to Date: \$0.00
TOTAL				\$141,250.00

**CONTRACT/PURCHASE ORDER INCREASES/DECREASES (\$25,000 OR GREATER)
(APPROVED BY BOARD STAFF UNDER THEIR DELEGATED AUTHORITY – OCTOBER 2019)**

VENDOR/LOCATION	PO/ CONTRACT NO.	DESCRIPTION	DEPARTMENT	CONTRACT DATA	
Ernst & Young, LLP Dallas, Texas	8005269	Foreign Trade Zone Consulting Services	Commercial Development	Contract Value: This Action: Revised Contract Value: Paid to Date:	\$142,350.00 \$42,350.00 \$184,700.00 \$52,466.00
Glassdoor Inc. Mill Valley, California	7006081	Employer Review Website	Human Resources	Contract Value: This Action: Revised Contract Value: Paid to Date:	\$127,475.00 \$27,225.00 \$154,700.00 \$127,475.00
Kronos Incorporated Chelmsford, Massachusetts	8002066	Time and Attendance System Software Maintenance	Information Technology Services	Contract Value: This Action: Revised Contract Value: Paid to Date:	\$2,285,162.20 \$34,340.00 \$2,319,502.20 \$2,137,759.09
Law Office of Richard A. Gump, Jr. PC Dallas, Texas	8004913	Immigration-Related Compliance Matters	Legal	Contract Value: This Action: Revised Contract Value: Paid to Date:	\$147,500.00 \$48,750.00 \$196,250.00 \$99,524.42
Mobile Wireless LLC Plano, Texas	7006613	Net Motion Mobility Software Support	Information Technology Services	Contract Value: This Action: Revised Contract Value: Paid to Date:	\$80,830.00 \$31,820.00 \$112,650.00 \$80,830.00
Trinity River Authority of Texas Dallas, Texas	8004255	Technical Services for Water Quality Testing	Environmental Affairs	Contract Value: This Action: Revised Contract Value: Paid to Date:	\$283,750.00 \$31,250.00 \$315,000.00 \$245,184.31
TOTAL				\$215,735.00	

AGENDA
CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE
TUESDAY, DECEMBER 3, 2019
1:15 p.m.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

40. Approve the minutes of the Concessions/Commercial Development Meeting of November 5, 2019.

Consent Items for Consideration

- Zenola Campbell 41. Approve ratification of Purchase Order No. 276557, for Terminal A13 Storage Lift Move & Replacement, with Indoff, Inc., of St. Louis, Missouri, in the amount of \$53,800.00.

Action Items for Consideration

- Zenola Campbell 42. Approve a Lease Agreement with HG Multiplex DFW JV and the Dallas Fort Worth International Airport Board.
43. Approve amendment to the "Product Exclusive Rights" sections of all concession tenant leases.
44. Approve extensions to lease terms for locations impacted by the Terminal Renewal and Improvement Program.
45. Approve a Lease Agreement with Host Java Howell DFW F, LLC and the Dallas Fort Worth International Airport Board.
46. Approve authorization to allow current landside Concessions locations in Terminals A, B and E to close.
47. Approve amendment to Concession leases in Terminal D Center/South impacted by sales falling below the original anticipated sales threshold.

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

Date 12/05/2019	Committee Concessions/Commercial Development	Subject Terminal A13 Storage Lift Move & Replacement	Resolution #	
Action That the Airport Board Ratify Purchase Order No. 276557, for Terminal A13 Storage Lift Move & Replacement, with Indoff, Inc., of St. Louis, Missouri, in the amount of \$53,800.00.				
Description <ul style="list-style-type: none">• Ratify the Purchase Order for Terminal A13 Storage Lift Move & Replacement for the Airport's Concessions Department.				
Justification <ul style="list-style-type: none">• Existing table lift at the north entrance was damaged beyond repair and rendered unusable. This is the only entrance that can be used by non-SIDA badged employees.• The table lift is required to get products in and out of the storage area since the space is a full story/floor level below the ramp level.• The operability of the north entrance is critical for concessionaires' effective operations through the upcoming Holiday travel season.				
D/S/M/WBE Information <ul style="list-style-type: none">• The annual goal for the SBE Program is 20%.• N/A - Not subject to the goal per the Board's SBE Policy due to the nature of the procurement (Government Code Exemption).				
Schedule/Term <ul style="list-style-type: none">• Purchase Date: November 2019• Delivery Date: November 2019				
Contract #	Agreement #	Purchase Order #	Action Amount	Revised Amount
		276557	\$53,800.00	\$0
For Information contact	Fund	Project #	External Funding Source	Amount
Zenola Campbell 3-4830 Keith White 3-5638	DFW Capital Acct	TBD		\$53,800.00

Additional Information

- This project is exempt from public procurement in accordance with Local Government Code 202.022, as it is a procurement necessary due to unforeseen mechanical failures.
- The broken lift at the north entrance prevents non-SIDA badged employees from transporting products to their locations.
- The south entrance lift must be relocated to the north entrance to provide an immediate interim solution to the users of this space.
- For the long-term, both entrances must have functioning lifts to accommodate effective product movement in and out of the 13,000 square foot space and maintain minimal impact to adjacent airline operations.

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

That the Airport Board Ratify Purchase Order No. 276557, for Terminal A13 Storage Lift Move & Replacement, with Indoff, Inc., of St. Louis, Missouri, in the amount of \$53,800.00.

Approved as to Form by

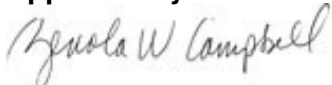

Tomme, Paul
Legal Counsel
Nov 21, 2019 8:59 am

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 10:55 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 9:34 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 20, 2019 3:16 pm

Pending

Chief Executive Officer

Date

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

Date	Committee	Subject	Resolution #	
12/05/2019	Concessions/Commercial Development	Approval to enter into a Lease Agreement with HG Multiplex DFW JV		
Action That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with HG Multiplex DFW JV and the Dallas Fort Worth International Airport Board.				
Description <ul style="list-style-type: none">• HG Multiplex DFW JV will operate a Plum Market, an integrated bar and market, in Terminal B, Gate B07.• Concessionaire shall pay an initial minimum annual guarantee of \$235,000 for approximately 2,400 square feet of space• The term will be for ten years.• Concessionaire shall pay percent rents as follows:<ul style="list-style-type: none">◆ 14% of gross receipts for the sale of food and non-alcoholic beverages.◆ 18% of gross receipts for the sale of alcoholic beverages.◆ 10% of gross receipts for the sale of apparel, hats, souvenirs, tobacco products, film, batteries, and all other merchandise not listed in other categories.◆ 12% of gross receipts for the sale of nonprescription drugs, sundries, snacks, candy, stationery and canned/boxed/bagged food.				
Justification <ul style="list-style-type: none">• This action is based on the Concessions Policy, 2.2.1 (B) Direct Negotiation, Additional Locations.• This action meets the Board's Concessions Policy, 1.3.2 of providing and improving the shopping, dining, and service experience at DFW International Airport.				
D/S/M/WBE Information <ul style="list-style-type: none">• The annual goal for the ACDBE Program is 33%.• In accordance with the Board's ACDBE Program, the ACDBE goal for this lease is 30% and the M/WBE goal for design and construction is 30%.• HG Multiplex DFW JV is a joint venture comprised of Hudson Group (HG) Retail, LLC (70%), and Multiplex, Inc. (ACDBE: BF-C, 30%).• Hudson Group Retail, LLC has committed to 30% ACDBE participation, and 30% M/WBE participation in the design and construction of the lease space.				
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 InformationAdditional 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 a Lease Agreement with HG Multiplex DFW JV and the Dallas Fort Worth International Airport Board.

Approved as to Form by

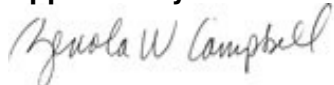

Tomme, Paul
Legal Counsel
Nov 21, 2019 9:02 am

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 10:57 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 4:50 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 20, 2019 3:17 pm

Pending

Chief Executive Officer

Date

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

Date 12/05/2019	Committee Concessions/Commercial Development	Subject Amendment to Bottled Beverage Pricing	Resolution #
Action That the Chief Executive Officer or designee be authorized to amend the "Product Exclusive Rights" sections of all concession tenant leases.			
Description <ul style="list-style-type: none"> Resolution No. 2017-04-093 approved an increase on 20 oz. bottled beverages not to exceed \$2.50 with annual reviews for price adjustments. The Concessions Department has reviewed the current prices and industry trends and proposes increasing the prices of 20 oz. Dasani water and soft drinks from \$2.50 to \$2.80, with annual reviews for price adjustments. Price increases will go into affect on January 1, 2020 or upon full exection of the Amendment by Concessionaire. Justification <ul style="list-style-type: none"> Based on the market analysis the Board is exercising its right to authorize the pricing adjustment for 20 ounce bottled beverages. 			
D/S/M/WBE Information <ul style="list-style-type: none"> This Board Action does not impact the ACDBE and M/WBE commitments that may be associated with these lease agreements. 			
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 InformationAdditional Attachments: **N****BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

That the Chief Executive Officer or designee be authorized to amend the "Product Exclusive Rights" sections of all concession tenant leases.

Approved as to Form by

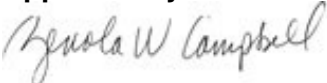

Tomme, Paul
Legal Counsel
Nov 21, 2019 9:01 am

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 10:57 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 9:36 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 20, 2019 3:16 pm

Pending

Chief Executive Officer

Date

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

Date 12/05/2019	Committee Concessions/Commercial Development	Subject Extend lease terms for locations impacted by the Terminal Renewal and Improvement Program	Resolution #
Action That the Chief Executive Officer or designee be authorized to extend lease terms for locations impacted by the Terminal Renewal and Improvement Program.			
Description <ul style="list-style-type: none"> • This action would authorize staff to amend lease agreements for Concession locations, to reflect recommended relief by providing additional term to locations in Terminals A, B, and E, impacted by overall program delays. • See the attached for specific locations and term extension. Justification <ul style="list-style-type: none"> • These locations experienced additional delays throughout the Terminal Renewal and Improvement Program. • Locations receiving additional term exclude those who have received additional locations or new lease locations to offset impacts. • Locations receiving term in the May 2015 Board Action will receive the same term extension. Those who were not part of that Action will receive 12 months. • In some cases this will require exception to Concession Policy 1.5 Term Limitation of ten years. 			
D/S/M/WBE Information <ul style="list-style-type: none"> • The existing ACDBE and M/WBE commitments will continue to apply to the subject lease term extensions. • Extensions are contingent upon tenants being in full compliance with ACDBE requirements and their lease 90 days prior to their current expiration date. 			
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 InformationAdditional Attachments: **Y****BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

That the Chief Executive Officer or designee be authorized to extend lease terms for locations impacted by the Terminal Renewal and Improvement Program.

Approved as to Form by

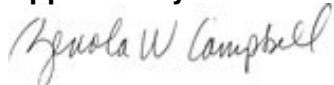

Tomme, Paul
Legal Counsel
Nov 21, 2019 9:03 am

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 10:58 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 9:38 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 20, 2019 3:23 pm

Pending

Chief Executive Officer

Date

TRIP Terminal Impacts - List of Locations/Contracts Included

Location	Company	Contract Number	Current Expiration	Additional Term Proposed (Months)
Einstein Bros. Bagels A09	MBC/CI Joint Venture	008109	8/4/2020	6
Hudson News A09	HG Regali DFW Joint Venture	010152	8/4/2020	6
Einstein Bros. Bagels A11	MBC/CI Joint Venture	008109	8/4/2020	6
soundbalance A11	DFW-A Retail Partners, LLC	008139	8/4/2020	6
Hudson News, Hudson Booksellers, Dunkin' Donuts A13	HG Regali DFW Joint Venture	008122	8/4/2020	6
Ling & Louie's A13	Pop Four Leaf DFW JV, LLC	008110	8/4/2023	6
T.G.I. Friday's A14	TGIF/DFW Terminal A Restaurant Joint Venture	239071	8/4/2023	6
Destination DFW A15	WDFG North America, LLC	008355	8/4/2020	6
Natalie's Candy Jar A15	Melshire DFW, LP	008134	8/4/2020	6
Popeye's Louisiana Kitchen A15	DFW Pop Restaurants, LLC.	008495	11/20/2020	6
Stockyard Marketplace A15	HDS & Partners at DFW, LLC	008132	8/4/2020	6
McDonald's A16	McDonald's USA, LLC	008609	8/4/2020	6
The Salt Lick Bar-B-Que A16	DNC/Four Leaf Joint Venture	008112	7/30/2020	6
Brighton A17	Mercado Gifts-TPS II, LLC	008299	8/4/2020	6
Vino Volo A17	DFW Wine Bar Partnership	008117	10/4/2020	8
TUMI A18	HG Regali DFW Joint Venture	008123	3/15/2022	7
L'Occitane A19	L'Occitane Airport Venture	008137	7/15/2022	6
Pinkberry A19	DFW Pinkberry LLC Joint Venture	008113	6/9/2021	12
CNBC News A20	The Jethro Pugh Shops II, LLC	008125	2/3/2022	8
Starbucks A20	Host/DFW AF LLC	008325	10/29/2022	10
Auntie Anne's A21	Texas Pretzels, Inc.	008120	4/20/2021	11
iStore Boutique A21	HDS & Partners at DFW, LLC	008300	10/23/2022	11
Dallas Cowboys Club A22	Host International, Inc.	008115	7/31/2026	10
Sunglass Hut A24	AirSun Joint Venture	008365	11/13/2022	6
7 Eleven A25	HDS & Partners at DFW, LLC	008133	10/26/2025	12
Brookstone A25	Brookstone Dallas Fort Worth, LLC	008364	12/4/2022	6
la Madeleine Country French Cafe A25	Host International, Inc.	008177	3/25/2023	10
Talie A25	WDFG North America, LLC	008136	11/3/2022	6
Twisted Root Burger Co. A25	DNC/Four Leaf Joint Venture	008116	11/20/2022	12
XpresSpa A25	XpresSpa DFW Terminal A, LLC	008141	11/25/2022	6
Pinkberry A26	DFW Pinkberry LLC Joint Venture	008114	6/3/2021	12
Ertekin Fashions A28	Ertekin, Inc. A Texas Corporation	008363	11/5/2022	12
GNC A28	Pop Four Leaf DFW JV, LLC	008356	11/26/2022	12
Natalie's Candy Jar A28	Melshire DFW, LP	008135	11/10/2022	12
California Pizza Kitchen A29	Host International, Inc.	008118	11/30/2022	12
Kieh's A33	WDFG North America, LLC	008354	4/24/2023	12
Lorena Garcia Tapas Dallas A33	Host International, Inc.	008121	9/15/2026	12
Dallas Cowboys Pro Shop A34	Team Retail J V / Dallas, a Texas GP	008322	5/12/2023	12
Johnston & Murphy A34	Genesco Partners Joint Venture	008124	5/26/2023	12
Southwest News A34	Southwest Concessions, Inc.	008129	8/1/2023	12
McDonald's A35	McDonald's USA, LLC	009548	11/20/2024	12
InMotion Entertainment A37	DFW-A Retail Partners, LLC	008138	1/8/2024	12
Southwest News A39	Southwest Concessions, Inc.	010126	8/1/2023	12
Dunkin Donuts B07	Grove, Inc.	008643	12/24/2022	12
Texas Marketplace B09	The Jethro Pugh Shops II, LLC	008910	2/11/2023	12
InMotion Entertainment B10	DFW-E Retail Partners, LLC	008656	1/24/2023	12
Red Mango B10	Grove, Inc.	008638	1/17/2021	12
Texas Monthly/Starbucks B12	WDFG North America, LLC	009815	2/19/2025	12
Eddie Bauer B21	HG DFW Retailers JV	009750	8/30/2024	12
Culture Map/Seattles Best B22	WDFG North America, LLC	009777	3/30/2027	12
Hickory B24	Paradies-DFW 2015 (F&B), LLC	009742	5/18/2027	12
Subway B24	LaTrelle's DFW Joint Venture	009115	3/12/2024	12
Travel + Leisure B27	HG Multiplex DFW JV	008653	4/9/2022	12
Wing stop B27	Host International, Inc.	008639	5/15/2022	12
Soybu B28	HG Multiplex DFW JV	008654	4/8/2022	12
Starbucks B28	Host/DFW AF LLC	008326	6/15/2022	12
Auntie Anne's B30	Texas Pretzels, Inc.	008645	1/25/2022	12
U Food Grill B30	Puente Enterprises, Inc.	008640	10/16/2021	12
Rodeo Bar B32	DFW Pop Restaurants, LLC.	009987	6/30/2025	12
Brighton B33	HDS & Partners at DFW, LLC	008650	4/9/2022	12
Dunkin Donuts/Baskin Robbins B33	Grove, Inc.	008644	1/21/2022	6
Cantina Laredo B34	DFW Pop Restaurants, LLC.	008716	6/30/2025	12
McDonald's B40	McDonald's USA, LLC	009114	8/19/2021	12
Natalie's Sweet Gourmet B41	Melshire DFW, LP	008657	12/7/2021	6
Texas Territories B41	HDS & Partners at DFW, LLC	008649	3/1/2022	6
Hudson News B43	HG Multiplex DFW JV	008652	11/4/2021	6

TRIP Terminal Impacts - List of Locations/Contracts Included

Location	Company	Contract Number	Current Expiration	Additional Term Proposed (Months)
Auntie Anne's E05	Texas Pretzels, Inc.	009696	8/15/2024	12
Drew Pearson's Sports 88 Grill E05	CI/SMFG, LLC	009321	11/30/2025	12
Hudson/Dunkin Donuts E08	HG DFW Retailers JV	009751	8/15/2024	12
InMotion Entertainment E08	InMotion Entertainment Group, LLC	009704	8/15/2024	12
IHOP E09	D & B Mitchell Group	009755	8/15/2027	12
Love Shack E11	Host International, Inc.	008646	4/8/2023	12
Marshall Rouso E12	Marshall Retail Group LLC	008913	4/10/2023	12
7 Eleven E13	HDS & Partners at DFW, LLC	008648	5/5/2026	12
Sonny Bryan's E13	Host International, Inc.	008647	4/8/2023	12
InMotion Entertainment E15	DFW-E Retail Partners, LLC	008660	4/5/2023	12
Texas Marketplace E15	The Jethro Pugh Shops II, LLC	008911	4/18/2023	12
Peet's Coffee E19	LaTrelle's Flight Foods, LP	009325	4/6/2020	6
Blimpie / Cereality E21	Puente Enterprises, Inc.	008641	2/9/2022	12
Blue Mesa Taco & Tequila Bar E31	D & B Mitchell Group	008860	2/19/2022	12
KXAS TV 5/LaCreme E31	Paradies-Southwest, LLC	008863	3/20/2022	12
XpresSpa E31	XpresSpa DFW International, LLC	009706	3/3/2023	12
Lick E33	Marshall Retail Group LLC	008912	11/26/2021	12
soundbalance E33	DFW-E Retail Partners, LLC	008867	11/6/2021	12
Wendy's E33	LaTrelle's Flight Kitchen LP	008862	11/18/2021	12
Lone Star Attitude E34	The Jethro Pugh Shops II, LLC	008868	8/21/2022	12
Starbucks E34	Host/DFW AF LLC	008327	7/18/2022	12
KXAS TV5 E36	Paradies-Southwest, LLC	008865	7/13/2022	12
Uno Due Go E36	Kind Hospitality, Inc.	008675	7/18/2025	12
Elite Shoe Shine	Elite Shoe Shine	010357	11/19/2022	12

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

OFFICIAL BOARD ACTION/RESOLUTION

Date	Committee	Subject	Resolution #	
12/05/2019	Concessions/Commercial Development	Approval to enter into a Lease Agreement with Host Java Howell DFW F, LLC		
Action That the Chief Executive Officer or designee be authorized to enter into a Lease Agreement with Host Java Howell DFW F, LLC and the Dallas Fort Worth International Airport Board.				
Description <ul style="list-style-type: none">As a result of an RFP award, Host Java Howell DFW F, LLC will operate up to six (6) locations in Terminal F, Phase 1.The six locations currently include Luck, Trinity Grove, Cake Bar, EatZi's, 360 West and True to Texas.Locations may be re-concepted during the term of the lease with the approval of the Vice President of Concessions.The term will be for ten years.Concessionaire shall pay an initial minimum annual guarantee (MAG) of \$318,000 for approximately 5,360 square feet of space.Concessionaire shall pay Percent Rents as follows:<ul style="list-style-type: none">15% of gross receipts for the sale of food and non-alcoholic beverages.18% of gross receipts for the sale of alcoholic beverages.15% of gross receipts for the sale of nonprescription drugs, sundries, snacks, candy, chewing gum, mints, stationery, bottled non-alcoholic drinks, bottled water, readables and canned/chilled/boxed/bagged food.15% of gross receipts for the sale of apparel, hats, souvenirs, tobacco products and batteries.13% of branding fees, marketing fees, merchandising fees, promotional allowances, retail display allowance and any type of ancillary advertising.				
Justification <ul style="list-style-type: none">This action is based on the Concessions Policy, 2.1 Selection Criteria and the criteria within the Request for Proposal.This action supports the Board's Concession Policy to provide and improve the shopping, dining and service experience at DFW International Airport.				
D/S/M/WBE Information <ul style="list-style-type: none">The annual goal for the ACDBE Program is 33%.In accordance with the Board's ACDBE Program, the ACDBE goal for this lease is 20% and the M/WBE goal for design and construction is 30%.Host Java Howell DFW F, LLC is a joint venture comprised of Host International, Inc. (50.01%), Java Star, Inc. (ACDBE: HM-C, 37.49%) and F. Howell, Ltd. (ACDBE: BM-C, 12.50%).Host Java Howell DFW F, LLC has committed to 49.99% ACDBE participation, and 30% M/WBE participation in the design and construction of the lease space.				
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 InformationAdditional 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 a Lease Agreement with Host Java Howell DFW F, LLC and the Dallas Fort Worth International Airport Board.

Approved as to Form by

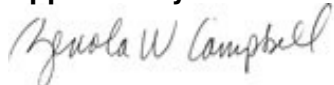

Tomme, Paul
Legal Counsel
Nov 21, 2019 3:22 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 10:58 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:54 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 21, 2019 10:53 am

Pending

Chief Executive Officer

Date

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

Date 12/05/2019	Committee Concessions/Commercial Development	Subject Concessions Landside Alternative Strategy	Resolution #
Action That the Chief Executive Officer or designee be authorized to allow current landside Concessions locations in Terminals A, B and E to close.			
Description <ul style="list-style-type: none"> This action would authorize Concessionaire to voluntarily surrender location(s) operated on the Landside of the terminal, as defined on the attachment, or continue to operate until the end of the Lease term. 			
Justification <ul style="list-style-type: none"> Low sales volumes and labor costs have created operational challenges for these locations. 			
D/S/M/WBE Information <ul style="list-style-type: none"> Voluntary surrenders are contingent upon tenants being in full compliance with ACDBE requirements and receiving an approved compliance plan from the Business Diversity and Development Department 90 days prior to the requested voluntary surrender date. 			
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 InformationAdditional Attachments: **Y****BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

That the Chief Executive Officer or designee be authorized to allow current landside Concessions locations in Terminals A, B and E to close.

Approved as to Form by

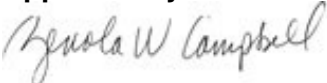

Tomme, Paul
Legal Counsel
Nov 21, 2019 3:22 pm

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 10:55 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 3:53 pm

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 21, 2019 10:32 am

Pending

Chief Executive Officer

Date

Landside Locations Included for Alternative Strategy

Location and Gate	Company Name	Contract Number
USA Today Travel Zone, Ruta Maya A14 Landside	HDS & Partners at DFW, LLC	008131
Southwest News A34 Landside	Southwest Concessions, Inc.	008130
Sierra News / Ruta Maya B07 Landside	HDS & Partners at DFW, LLC	008651
Hudson News/Daily Java B28 Landside	HG Multiplex DFW JV	008658
Hudson/Dunkin Donuts E05 Landside	HG DFW Retailers JV	009752
Southwest News/LaCreme E14 Landside	Paradies-Southwest, LLC	008864
Southwest News/LaCreme E37 Landside	Paradies-Southwest, LLC	008866

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

Date	Committee	Subject	Resolution #	
12/05/2019	Concessions/Commercial Development	Reestablish rent structure for Terminal D Center/South locations		
Action That the Chief Executive Officer or designee be authorized to amend Concession leases in Terminal D Center/South impacted by sales falling below the original anticipated sales threshold.				
Description <ul style="list-style-type: none">This action would authorize staff to amend Lease Agreements for 25 concession locations to reflect rent structure changes as follows:<ul style="list-style-type: none">◆ Concessionaire shall pay percent rents as defined in their respective Lease Agreement for one year beginning January 1, 2020.◆ On January 1, 2021 the minimum annual guarantee (MAG) shall be reset to 75% of the total rent paid during the one year period.◆ No MAG will be reset higher than the current MAG; however, will be subject to three percent annual increases as per the Lease Agreement.				
Justification <ul style="list-style-type: none">The breakpoint for any contract is the sales threshold above which the concessionaire would be required to pay percentage rent in addition to the MAG. If sales fall below this threshold, a concessionaire will experience higher effective rents originally anticipated in the contract.				
D/S/M/WBE Information <ul style="list-style-type: none">The existing ACDBE and M/WBE commitments will continue to apply to the respective lease terms.				
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 InformationAdditional Attachments: **Y****BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD**

That the Chief Executive Officer or designee be authorized to amend Concession leases in Terminal D Center/South impacted by sales falling below the original anticipated sales threshold.

Approved as to Form by

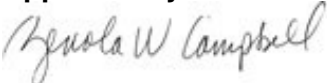

Tomme, Paul
Legal Counsel
Nov 21, 2019 9:00 am

Approved as to Funding by


Underwood, Max
Vice President Finance
Finance
Nov 21, 2019 10:55 am

Approved as to M/WBE by


Burks Lee, Tamela
Vice President Business Diversity
and Development
Business Diversity and
Development
Nov 21, 2019 9:35 am

SIGNATURE REQUIRED FOR APPROVAL**Approved by**


Department Head

Nov 20, 2019 3:16 pm

Pending

Chief Executive Officer

Date

Terminal D South - List of Locations Included

Location and Gate	Company Name	Contract Number
The Wall Street Journal D08	WDFG North America, LLC	009776
Starbucks D10	Host/DFW AF LLC	010393
Cowboys Pink D10	Team Retail J V / Dallas, a Texas GP	008552
Applebee's D10	Blue Sky Dining, LLC	009697
Banh Shop D10	SSP America D&B DFW, LLC	010021
South Duty Free D11	TRG Duty Free Joint Venture	009779
Auntie Anne's D12	Texas Pretzels, Inc.	010525
Pinkberry D12	Branded Works, Inc.	010537
Rio Mambo D12	Air Star/LTS Marquis DFW, LLC	009775
Dylan's Candy Bar D14	The Jethro Pugh Shops III, LLC	009708
Flying Saucer D16	SSP America DFW, LLC	010377
Timeless Travel D16	TRG Duty Free Joint Venture	009779
Flying Saucer D16 Mezzanine	SSP America DFW, LLC	010371
Chick-fil-A D17	HBF M2 Concepts JV, LLC	010359
Subway D17	LaTrelle's Galley, LP	010353
Ertekin D17	Ertekin, Inc. A Texas Corporation	009707
Be Relax D21	Spa Be Relax, LLC	010336
7 Eleven D21	Paradies Lagardere@ DFW Terminal D, LLC	009988
Dallas Cowboys Pro Shop D21	Team Retail J V / Dallas, a Texas GP	010309
iStore Boutique D21	HDS & Partners at DFW, LLC	009380
Bar Louie D22	Paradies-DFW 2015 (F&B), LLC	009812
KRs Whitetail Bistro D22	Paradies-DFW 2015 (F&B), LLC	009813
Center Duty Free D22	TRG Duty Free Joint Venture	009779
Whiskey Flight D23	TRG Duty Free Joint Venture	009779
Minute Suites D23	Minute Leap DFW, LLC	008369

AGENDA
EXECUTIVE COMPENSATION COMMITTEE MEETING
TUESDAY, DECEMBER 3, 2019
1:25 p.m.

EXECUTIVE COMPENSATION COMMITTEE

48. Approve Minutes of the Executive Compensation Committee Meeting of November 5, 2019.
- S. Donohue 49. Fiscal Year 2019 Performance.

CLOSED SESSION

50. In accordance with provisions of Section 551.074 of the Texas Government Code, a closed session will be held to discuss the qualifications or performance of identifiable Board employees, to wit:
- a) Review and Evaluate the Performance of the Chief Executive Officer.
 - b) Review and Evaluate the Performance of the Director of Audit Services.

Action Items for Consideration

51. Approve amendment to Resolution No. 2019-11-277 to correct Fiscal Year 2020 Management Incentive Compensation Program Goals for the Chief Executive Officer.
52. Approve an Incentive Compensation Payment for Fiscal Year 2019 for the Chief Executive Officer.
53. Approve a Salary Adjustment for the Chief Executive Officer.
54. Approve Fiscal Year 2020 Incentive Compensation Programs Goals for the Director of Audit Services.
55. Approve an Incentive Compensation Payment for Fiscal Year 2019 for the Director of Audit Services.
56. Approve a Salary Adjustment for the Director of Audit Services.

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

OFFICIAL BOARD ACTION/RESOLUTION

Date 12/5/2019	Committee Executive Compensation	Subject Fiscal Year 2020 Management Incentive Compensation Program Goals for the Chief Executive Officer	Resolution #															
Action That the Airport Board approve amendment to Resolution No. 2019-11-277 to correct Fiscal Year 2020 Chief Executive Officer Management Incentive Compensation Program Goals.																		
Description: <ul style="list-style-type: none">The Board approved the management incentive compensation plan for Fiscal Year 2020 on November 7, 2019.The DFW Cost Center Net Revenue target was incorrectly shown in the approved plan.The document incorrectly included the Net Revenues transferred to the DFW Capital Account amounts rather than the DFW Cost Center Net Revenue amountsThe following shows the previously approved and corrected amounts. <table><tr><td>DFWCC Net Revenues Goal</td><td>75%</td><td>100%</td><td>125%</td><td>(in millions)</td></tr><tr><td>As previously approved</td><td>\$98.5</td><td>\$101.5</td><td>\$105.5</td><td></td></tr><tr><td>As corrected</td><td>\$169.0</td><td>\$172.0</td><td>\$176.0</td><td></td></tr></table> <ul style="list-style-type: none">The corrected amounts have been included in the attachment.				DFWCC Net Revenues Goal	75%	100%	125%	(in millions)	As previously approved	\$98.5	\$101.5	\$105.5		As corrected	\$169.0	\$172.0	\$176.0	
DFWCC Net Revenues Goal	75%	100%	125%	(in millions)														
As previously approved	\$98.5	\$101.5	\$105.5															
As corrected	\$169.0	\$172.0	\$176.0															
D/S/M/WBE Information <ul style="list-style-type: none">N/A - Not subject to the Board's D/S/M/WBE Program Policies (Executive Compensation).																		
Contract #	Agreement #	Purchase Order #	Action Amount \$0	Revised Amount \$0														
For information contact Chris Poinsatte 3-5211	Fund	Project #	External Funding Source	Amount														

Additional Information

Additional Attachments: **Y**

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

That the Airport Board approve amendment to Resolution No. 2019-11-277 to correct Fiscal Year 2020 Chief Executive Officer Management Incentive Compensation Program Goals.

SIGNATURES REQUIRED FOR APPROVAL:

Executive Compensation Committee Chair

DFW Airport Board Chair

Date Signed

Date Signed

DFW International Airport

FY 2020 Management Incentive Compensation Program

Key Performance Indicator	Percent of Target Pool	Levels to be Achieved			Notes
		75%	100%	125%	
<u>Business Performance</u>					
Achieve Airline Cost from budget of \$501.5M.	20%	\$496.5	\$492.5	\$487.5	Excludes budget amendments & ASIP adjustment
Achieve DFWCC Net Revenues from budget of \$164.0M.	20%	\$169.0	\$172.0	\$176.0	Excludes budget amendments
Achieve growth in international seats (in millions).	5%	2.3%	3.0%	3.9%	
<u>Customer Experience</u>					
Achieve DFW survey Overall Satisfaction score.	5%	4.34	4.36	4.38	
Achieve DFW survey cleanliness score.	10%	4.38	4.39	4.41	Goal is for fiscal quarters 2-4 (provides time to ramp up new contracts)
<u>Operational Excellence</u>					
Achieve zero regulatory enforcement actions.	5%	n/a	0	n/a	
Reduction of waste tons per passenger to landfills.	5%	7.0%	10%	15%	Excludes construction waste
<u>Safe and Secure</u>					
Reduce runway incursions total / DFW employees only.	5%	4	3	2 / 0	All vehicle incursions (Vehicle Pedestrian Deviations) / DFW employee VPDs for 125% only
<u>Community Engagement</u>					
Achieve MBE, DBE and ACDBE goals.	10%	n/a	3 of 3	n/a	Must achieve all three. Note that these goals are consistent with FY 19. The goals will be modified to agree with the goals included in the Disparity Study once approved by the Board.
Achieve 25% MBE contract participation.			25%		
Achieve 15% DBE contract participation.			15%		
Achieve 33% ACDBE concessionaire participation.			33%		
<u>Employee Engagement</u>					
Achieve employee engagement scores.	5%	4.00	4.08	4.12	
<u>Key Goals and Initiatives</u>					
Achieve Key Goals and Initiatives.	10%	7 of 10	8 of 10	10 of 10	
Total	100%				

**DFW International Airport
FY 2020 Management Incentive Compensation Program
Key Goals and Initiatives**

Key Goals and Initiative		FY20 Target	Notes
1	Achieve total passengers (in millions).	75.7	Excludes budget amendments
2	Achieve annual expenditure budget (in millions).	\$1,032	
3	Achieve CO2 emissions per passenger.	2.16	
4	Achieve LiveWell participation of at least two apples.	87%	
5	Obtain Board approval of new Use Agreement.	Complete	Use Agreement approved by DFW Board, OK if not signed by all airlines
6	Complete cargo community cloud pilot project.	Complete	
7	Complete IT Strategic Plan and Cyber Security Assessment.	Complete	Draft Strategic Plan and Final Cyber Assessment
8	Complete launch of autonomous bus technology test/pilot.	Complete	Conduct initial test of technology for specified pilot period of time (i.e., launch test; final testing may run into FY21).
9	Implement MWBE capacity building/technical assistance program focused on construction and concessions.	Complete	
10	Enhance the frequency and quality of Safe and Secure training.	76%	Average of survey quality and frequency scores

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

OFFICIAL BOARD ACTION/RESOLUTION

Date 12/05/19	Committee Executive Compensation	Subject Fiscal Year 2019 Incentive Compensation Payment for CEO	Resolution #
Action That the Airport Board approves an incentive compensation payment for Fiscal Year 2019 for the Chief Executive Officer.			
Description: <ul style="list-style-type: none"> The Airport Board approves a _____% of base pay incentive compensation payment on December 19, 2019 for the Chief Executive Officer. 			
Justification: <ul style="list-style-type: none"> This payment is based on incentive compensation program performance for Fiscal Year 2019, based on the payment matrix. 			
D/S/M/WBE Information <ul style="list-style-type: none"> N/A - Not subject to the Board's D/S/M/WBE Program Policies (Executive Compensation). 			
Contract #	Agreement #	Purchase Order #	Action Amount <div style="text-align: right;">\$0</div>
			Revised Amount <div style="text-align: right;">\$0</div>
For information contact Linda Valdez Thompson 3-5215		Fund	Project #
		External Funding Source	Amount

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

That the Airport Board approves an incentive compensation payment for Fiscal Year 2019 for the Chief Executive Officer.

SIGNATURES REQUIRED FOR APPROVAL:_____
Executive Compensation Committee Chair_____
DFW Airport Board Chair_____
Date Signed_____
Date Signed

DFW Airport – FY 2019 Performance Report

FY 2019 Management Incentive Compensation Scorecard

Key Performance Indicator	Percent of Target Pool	Levels to be Achieved			FY 2019 Actuals
		75%	100%	125%	
<u>Business Performance</u>					
Achieve Airline Cost (in millions).	20%	\$497.8	\$495.3	\$490.3	\$485.5
Achieve DFWCC Net Revenues (in millions).	20%	\$135.8	\$137.8	\$141.8	\$152.4
Achieve growth in international seats.	5%	1.50%	1.90%	2.50%	5.70%
<u>Customer Experience</u>					
Achieve DFW survey Overall Satisfaction score.	10%	4.31	4.32	4.34	4.34
Achieve DFW survey cleanliness score.	5%	4.41	4.42	4.43	4.38
<u>Operational Excellence</u>					
Achieve zero regulatory enforcement actions.	5%	n/a	0	n/a	0
Reduce average total taxi time.	5%	1%	3%	5%	(6.6%)
<u>Safe and Secure</u>					
Reduce runway incursions total / DFW employees only.	5%	5	3	2 / 0	4
<u>Community Engagement</u>					
Achieve MBE (25%), DBE (15%), ACDBE (33%) goals.	5%	n/a	3 of 3	n/a	3
<u>Employee Engagement</u>					
Achieve employee engagement survey participation.	5%	70%	75%	80%	86.3%
Achieve Livewell participation.	5%	84%	85%	86%	87%
<u>Key Goals and Initiatives</u>					
Achieve Key Goals and Initiatives.	10%	7 of 10	8 of 10	10 of 10	10 of 10
Total	100%				107.50%
Key Goals and Initiatives				FY19 Target	FY19 Actuals
1	Achieve total passengers (in millions).			72.25	73.27
2	Achieve annual expenditure budget (in millions).			\$1,012.9	\$1,007.7
3	Increase DFW Cares volunteer hours by 5%.			5,289 hrs	8,089
4	Implement TSA wait time system in all TSA entrances in all terminals.			Complete	Complete
5	Complete curbside reallocation - phase 2.			Complete	Complete
6	Complete digital transformation plan.			Complete	Complete
7	Implement biometric exit at all gates in terminal D.			Complete	Complete
8	Improve safety & security awareness survey score to 80%.			80%	80%
9	Launch comprehensive Airport Security Master Planning Initiative.			Complete	Complete
10	Achieve CO2 emissions per passenger			2.24	2.21

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

OFFICIAL BOARD ACTION/RESOLUTION

Date 12/05/19	Committee Executive Compensation	Subject Merit Increase for CEO	Resolution #
Action That the Airport Board approves a salary adjustment for the Chief Executive Officer.			
Description: <ul style="list-style-type: none"> The Airport Board approves a _____% merit base pay increase, effective December 23, 2019 for the Chief Executive Officer. 			
Justification: <ul style="list-style-type: none"> This increase is based on performance for Fiscal Year 2019. 			
D/S/M/WBE Information <ul style="list-style-type: none"> N/A - Not subject to the Board's D/S/M/WBE Program Policies (Executive Compensation). 			
Contract #	Agreement #	Purchase Order #	Action Amount <div style="text-align: right;">\$0</div>
			Revised Amount <div style="text-align: right;">\$0</div>
For information contact Linda Valdez Thompson 3-5215		Fund	Project #
		External Funding Source	Amount

Additional Information

Additional Attachments: **N**

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

That the Airport Board approves a salary adjustment for the Chief Executive Officer.

SIGNATURES REQUIRED FOR APPROVAL:

Executive Compensation Committee Chair

DFW Airport Board Chair

Date Signed

Date Signed

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

OFFICIAL BOARD ACTION/RESOLUTION

Date 12/05/19	Committee Executive Compensation	Subject Fiscal Year 2020 Incentive Compensation Program Goals for the Director of Audit Services	Resolution #
Action That the Airport Board approve the Fiscal Year 2020 Director of Audit Services' Incentive Program Target and Goals.			
Description: <ul style="list-style-type: none"> The goals are to complete additional projects not specifically listed in the Annual Plan, complete Fiscal Year 2020 initiatives, reduce days between the audit exit conference and final report issuance, and achieve audit staff direct utilization rate. The percent of target pool and percent of target paid amount are included in the attached "Payout Matrix." 			
D/S/M/WBE Information <ul style="list-style-type: none"> N/A - Not subject to the Board's D/S/M/WBE Program Policies (Executive Compensation). 			
Contract #	Agreement #	Purchase Order #	Action Amount \$0 Revised Amount \$0
For information contact Linda Valdez Thompson 3-5215		Fund	Project # External Funding Source Amount

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

That the Airport Board approve the Fiscal Year 2020 Director of Audit Services' Incentive Program Target and Goals.

SIGNATURES REQUIRED FOR APPROVAL:_____
Executive Compensation Committee Chair_____
DFW Airport Board Chair_____
Date Signed_____
Date Signed

DFW International Airport
Director of Audit Services Incentive Compensation Program
FY 2020 Payout Matrix

	<u>% of Target Pool</u>	<u>% of Target Paid Out</u>
Targeted Director of Audit Services Award		15%
Complete Additional Projects Not Specifically Listed in the Annual Plan ⁽¹⁾	30%	
Complete 11 additional projects not specifically listed		75%
Complete 13 additional projects not specifically listed		100%
Complete 14 additional projects not specifically listed		125%
Complete FY 2020 Initiatives ⁽²⁾	25%	
Complete 5 of the 6 initiatives		75%
Complete 6 of the 6 initiatives		100%
Average Days Between Audit Exit Conference and Final Report Issuance	25%	
Average 19.0 days		75%
Average 18.0 days		100%
Average 17.0 days		125%
Achieve Audit Staff Direct Utilization Rate ⁽³⁾	20%	
Achieve rate of 88.0 percent of Available Hours		75%
Achieve rate of 88.5 percent of Available Hours		100%
Achieve rate of 89.0 percent of Available Hours		125%
	<u>100%</u>	

(1) Complete additional projects not specifically listed in the Annual Plan, from the following categories:
Revenue Agreements and Ground Transportation Charges, Contracts and Related Processes,
Information Systems, and Board of Directors and Management Consulting

Specifically Listed Annual Plan Projects

- 1 - Investment Controls and Compliance
 - 2 - Pension Administrative and Investment Fees
 - 3 - Fire Training Research Center Financial Controls
 - 4 - Electronic Funds Transfers
 - 5 - Procurement Card Use
 - 6 - Evidence and Other Seized Property
 - 7 - Prepaid Parking
 - 8 - Snow Removal Equipment Preventive Maintenance
 - 9 - Windows Active Directory
 - 10 - Airport Campus Security Surveillance System
- External Auditor Assistance, Ethics Matters, and Board of Directors and Management Consulting
(Excluding Major Requested Projects)

(2) FY 2020 initiatives include:

- Transition to a new electronic audit work paper application.
- Perform two external peer reviews.
- Support major technology acquisition projects.
- Research robotic process automation (RPA) opportunities for Audit Services.
- Perform a comprehensive risk assessment to plan for FY 2021.
- Complete all 10 of the audits specifically listed above.

(3) Direct Utilization Rate = Project Hours/Available Hours. Available Hours = Total Hours - Time Off.

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

OFFICIAL BOARD ACTION/RESOLUTION

Date 12/05/18	Committee Executive Compensation	Subject Fiscal Year 2019 Incentive Compensation Payment for Director of Audit Services	Resolution #
Action That the Airport Board approve an incentive compensation payment for Fiscal Year 2019 for the Director of Audit Services.			
Description: <ul style="list-style-type: none"> The Airport Board approves a ____% of base pay incentive compensation payment on December 19, 2019 for the Director of Audit Services. 			
Justification: <ul style="list-style-type: none"> This payment is based on incentive compensation program performance for Fiscal Year 2019, based on the payment matrix. 			
D/S/M/WBE Information <ul style="list-style-type: none"> N/A - Not subject to the Board's D/S/M/WBE Program Policies (Executive Compensation). 			
Contract #	Agreement #	Purchase Order #	Action Amount <div style="text-align: right;">\$0</div>
			Revised Amount <div style="text-align: right;">\$0</div>
For information contact Linda Valdez Thompson 3-5215		Fund	Project #
		External Funding Source	Amount

Additional Information

Additional Attachments: **Y**

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

That the Airport Board approve an incentive compensation payment for Fiscal Year 2019 for the Director of Audit Services.

SIGNATURES REQUIRED FOR APPROVAL:

Executive Compensation Committee Chair

DFW Airport Board Chair

Date Signed

Date Signed

DFW International Airport
Director of Audit Services Incentive Compensation Program
FY 2019 Payout Matrix

	% of Target Pool	% of Target Paid Out	Achieved
Complete Additional Projects Not Specifically Listed in the Annual Plan ⁽¹⁾	30%		
Complete 11 additional projects not specifically listed		75%	
Complete 13 additional projects not specifically listed		100%	
Complete 14 additional projects not specifically listed		125%	37.50%
Complete FY 2019 Initiatives ⁽²⁾	25%		
Complete 5 of the 6 initiatives		75%	18.75%
Complete 6 of the 6 initiatives		100%	
Average Days Between Audit Exit Conference and Final Report Issuance	25%		
Average 19.0 days		75%	
Average 18.0 days		100%	25.00%
Average 17.0 days		125%	
Achieve Audit Staff Direct Utilization Rate ⁽³⁾	20%		
Achieve rate of 88.0 percent of Available Hours		75%	
Achieve rate of 88.5 percent of Available Hours		100%	
Achieve rate of 89.0 percent of Available Hours		125%	25.00%
	100%		106.25%
Percent of Director of Audit Services Pay Eligible for Incentive			15.00%
Director of Audit Services Incentive Percentage			15.9375%

(1) Complete additional projects not specifically listed in the Annual Plan, from the following categories:
Revenue Agreements and Ground Transportation Charges, Contracts and Related Processes,
Information Systems, and Board of Directors and Management Consulting

Specifically Listed Annual Plan Projects

- ✓ 1 - Investment Controls and Compliance
- ✓ 2 - Corporate Aviation
- ✓ 3 - Grant Assurances
- ✓ 4 - Safe Drinking Water Act
- ✓ 5 - Public Safety Body Worn and Mobile Cameras
- ✓ 6 - Seized Funds
- ✓ 7 - Car Sharing
- ✗ 8 - Construction Project Soft Costs
- ✓ 9 - Vendor Payments
- ✓ 10 - Overtime Analysis
- ✓ 11 - TriTech Inform Suite
- ✓ 12 - Payment Card Industry Data Security Standard (FY 18)
- ✓ 13 - Procurement Contract Development (FY 18)

External Auditor Assistance, Ethics Matters, and Board of Directors and Management Consulting
(Excluding Major Requested Projects)

(2) FY 2019 Initiatives include:

- ✓ Update Audit Services' policies and procedures to comply with revised government auditing standards.
- ✓ Undergo an external peer review and address any matters identified.
- ✗ Develop Board-wide travel expense data analytics.
- ✓ Review and dispose of (as appropriate) the 300+ boxes of audit records stored at the Records Center.
- ✓ Perform a comprehensive risk assessment to plan for FY 2020.
- ✓ Complete at least 12 of the 13 audits specifically listed above.

(3) Direct Utilization Rate = Project Hours/Available Hours. Available Hours = Total Hours - Time Off.

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

OFFICIAL BOARD ACTION/RESOLUTION

Date 12/05/19	Committee Executive Compensation	Subject Merit Increase for Director of Audit Services	Resolution #
Action That the Airport Board approves a salary adjustment for the Director of Audit Services.			
Description: <ul style="list-style-type: none"> The Airport Board approves a _____% merit base pay increase, effective December 19, 2019, for the Director of Audit Services. 			
Justification: <ul style="list-style-type: none"> This increase is based on performance for Fiscal Year 2019. 			
D/S/M/WBE Information <ul style="list-style-type: none"> N/A - Not subject to the Board's D/S/M/WBE Program Policies (Executive Compensation). 			
Contract #	Agreement #	Purchase Order #	Action Amount <div style="text-align: right;">\$0</div>
			Revised Amount <div style="text-align: right;">\$0</div>
For information contact Linda Valdez Thompson 3-5215		Fund	Project #
		External Funding Source	Amount

Additional Information

Additional Attachments: **N**

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

That the Airport Board approves a salary adjustment for the Director of Audit Services.

SIGNATURES REQUIRED FOR APPROVAL:

Executive Compensation Committee Chair

DFW Airport Board Chair

Date Signed

Date Signed