

DALLAS FORT WORTH INTERNATIONAL AIRPORT
Virtual Board Meeting with Video Conference
January 7, 2021
8:30 a.m.

Convening of the Meeting – The Regular Meeting of the Dallas Fort Worth International Airport Board was duly convened and held via conference call at 8:30 a.m., on Thursday, January 7, 2021, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

Matrice Ellis-Kirk, Chair	Ben Leal
Henry Borbolla III	William Meadows
Gloria M. Tarpley, Secretary	Raj Narayanan
Mayor Eric Johnson	Mario Quintanilla
Mayor Betsy Price	Eddie Reeves
Vernon Evans	Karen Hunt ¹

Board Staff in Attendance:

Sean Donohue, John Ackerman, Ken Buchanan, Chad Makovsky, Khaled Naja, Chris Poinatte, Paul Puopolo, Linda Valdez Thompson, Rob Darby, Elaine Rodriguez, Azhar Hussain, Dee Amos Baker, Julio Badin, Alan Black, John Brookby, Zenola Campbell, Lisa Gahm, Catrina Gilbert, Rusty Hodapp, Tammy Huddleston, Tamela Lee, James Mauldin, Greg Spoon, Max Underwood, Michael Youngs, Donna Schnell

AGENDA

- A. Opening remarks and instructions for the meeting were given by Matrice Ellis-Kirk, Chair, and a roll call was held to establish that a quorum was present.
- B. Sean Donohue, Chief Executive Officer, discussed how travel was down during the two-week holiday period. Over 2.3 million passengers were served, however, this was down 37 percent from the previous year. TSA also recently published the number of customers who went through all TSA checkpoints in 2020 was down 500 million passengers year over year, which captures just how dramatic the pandemic has been on aviation. DFW's first responders recently received the COVID vaccination and we are working with local counties and state to determine when essential workers who come in contact with the public will be able to receive the vaccine. Mayor Price and Mayor Hunt have announced they will not seek reelection and were recognized and thanked for their service on the Board and to the region.
- C. The Financial Report was presented by Chris Poinatte, Executive Vice President Finance and Information Technology Services.
- D. A Baggage Handling System Update was given by Rusty Hodapp, Vice President, Design, Code and Construction.
- E. A Custodial Wage Optimization presentation was given by Julio Badin, Senior Vice President Customer Experience.
- F. The minutes of the Regular Board Meeting of December 3, 2020 were approved.

OPERATIONS COMMITTEE

Operations Committee Chair Raj Narayanan reported that the Committee met on Tuesday, January 5, 2021 at 12:31 p.m., and recommended approval of the following:

1. The minutes of the Operations Committee Meeting of December 1, 2020 were approved during the Committee Meeting of January 5, 2021.

Consent Items for Consideration

2. The Airport Board unanimously adopted Resolution No. 2021-01-001 to approve ratification of Contract No. 5001001, for Oncor Discretionary Service Agreement - Integrated Operations Center Two-Way Feed Southwest Campus, with Oncor Electric Delivery, LLC, of Irving, Texas, in an amount not to exceed \$121,646.47.
3. The Airport Board unanimously adopted Resolution No. 2021-01-002 to approve rejection of all bids received for Solicitation No. 9500712, for Spill Prevention, Control and Countermeasure (SPCC) for Oil Piping; and execute Contract No. 9500737, for SPCC, with Holt Construction Corp., of Irving, Texas, in an amount not to exceed \$476,071.00, for the 270-calendar day term of the Contract.

Action Items for Consideration

4. The Airport Board unanimously adopted Resolution No. 2021-01-003 to approve execution of Contract No. 8005322, for Vehicle Tracking System, with Selex ES, Inc., a Leonardo Company, of Overland Park, Kansas, in an amount not to exceed \$1,304,274.50, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.
5. The Airport Board unanimously adopted Resolution No. 2021-01-004 to approve execution of a deductive Change Order to Contract No. 9500663, for Terminal D Expansion Joints Rehabilitation, with Gibson & Associates, Inc., of Balch Springs, Texas, in a deductive amount not less than (\$239,918.00).
6. The Airport Board unanimously adopted Resolution No. 2021-01-005 to approve execution of change orders for Contract No. 9500692, for Taxiway M South Rehabilitation, with Flatiron Constructors, Inc., of Broomfield, Colorado, in the additional aggregate amount not to exceed \$1,750,000.00.
7. The Airport Board unanimously adopted Resolution No. 2021-01-006 to approve execution of Contract No. 7006984, for Airfield Lighting Control Maintenance and Support, with ADB Safegate, Americas, LLC, of Columbus, Ohio, in an amount not to exceed \$500,000.00, for the initial one-year term of the Contract, with options to renew annually.
8. The Airport Board unanimously adopted Resolution No. 2021-01-007 to approve execution of Purchase Order No. 277378, for Shuttle Vans, to Creative Bus Sales, Inc., of Irving, Texas, in the amount of \$2,432,913.00.

¹ Non-voting from the City of Coppell.

Discussion Items

9. There were no Construction and Professional Services Contract increase(s) approved by authorized staff for this reporting period.
10. There were no decreases(s)/increase(s) in Scope of Work approved by authorized staff for this reporting period.

FINANCE/AUDIT COMMITTEE

Finance/Audit Committee Chair William Meadows reported that the Committee met on Tuesday, January 5, 2021 at 12:46 p.m., and recommended approval of the following:

11. The minutes of the Finance/Audit Committee Meeting of December 1, 2020 were approved during the Committee Meeting of January 5, 2021.
12. The Financial Report was presented by Max Underwood, Vice President Finance, during the Committee Meeting of January 5, 2021.

Consent Item for Consideration

13. The Airport Board unanimously adopted Resolution 2021-01-008 to approve an increase to Contract No. 7006257, for Fire Station Alerting Software Upgrade, with Westnet, Inc., of Huntington Beach, California, in an amount not to exceed \$99,000.00, for a revised Contract amount not to exceed \$482,775.13.
14. The Airport Board unanimously adopted Resolution 2021-01-009 to approve execution of Contract No. 8005406, for Private Crowd-Sourcing Incident Reporting Platform, with ELERTS, of Weymouth, Massachusetts, in an amount not to exceed \$143,400.00, for the initial one-year term of the Contract, with annual renewal options.

Action Items for Consideration

15. The Airport Board unanimously adopted Resolution 2021-01-010 to approve the Investment Policy, Investment Strategies, Approved Broker/Dealers and Training sources for the period of February 1, 2021 through January 31, 2022.
16. The Airport Board adopted Resolution 2021-01-011 to approve execution of Contract No. 8005342, for Co-Financial Advisor Services, with Hilltop Securities, Inc., of Fort Worth, Texas, in an amount not to exceed \$262,500.00; and Contract No. 8005355, for Co-Financial Advisor Services, with Estrada Hinojosa & Company, Inc., of Dallas, Texas, in an amount not to exceed \$112,500.00, for the five-year term of the Contracts. Total amount of this action is \$375,000.00. Mayor Eric Johnson recused himself during the vote of this item.
17. The Airport Board unanimously adopted Resolution 2021-01-012 to approve adoption of a resolution approving Contract No. 8005407, for Bond Counsel Services with McCall, Parkhurst & Horton L.L.P. and West & Associates, L.L.P. for an initial five-year term with two additional one-year renewal options.

18. The Airport Board unanimously adopted Resolution 2021-01-013 to approve adoption of a resolution approving Contract No. 8005375, for Disclosure Counsel Services, with Bracewell LLP and Hardwick Law Firm, LLC, for an initial five-year term with two additional one-year renewal options.
19. The Airport Board unanimously adopted Resolution 2021-01-014 to approve execution of Contract No. 8005357, for Data Catalog Software, with Miracle Software Systems, Inc., of Novi, Michigan, in an amount not to exceed \$594,778.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.
20. The Airport Board unanimously adopted Resolution 2021-01-015 to approve an increase and extension to Contract No. 8005294, for Snowflake Software License, with Snowflake, Inc., of San Mateo, California, in an amount not to exceed \$833,895.00, for a revised Contract amount of \$931,895.00.
21. The Airport Board unanimously adopted Resolution 2021-01-016 to approve execution of Contract No. 8005333, for Information Technology Consulting Services, with Arora Engineers, Inc., of Irving, Texas, in an amount not to exceed \$2,500,000.00; Contract No. 8005403, for Information Technology Consulting Services, with Faith Group, LLC, of St. Louis, Missouri, in an amount not to exceed \$2,500,000.00; Contract No. 8005404, for Information Technology Consulting Services, with Moye I.T. Consulting, LLC dba Moye Consulting, of Irving, Texas, in an amount not to exceed \$2,500,000.00; and Contract No. 8005405, for Information Technology Consulting Services, with The Evolvers Group, L.P., of Flower Mound, Texas, in an amount not to exceed \$2,500,000.00, for the initial three-year term of the Contracts, with options to renew for two additional one-year periods, subject to funding availability. Total amount of this action is \$10,000,000.00.

Closed Session

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

Dali Wireless, Inc. v. Dallas/Fort Worth International Airport Board

Open Session

23. The Airport Board unanimously adopted Resolution 2021-01-017 to approve an increase to Contract No. 7006084, for Public Radio System Maintenance and Support, with E.F. Johnson Company, of Irving, Texas, in an amount not to exceed, \$4,347,781.00, for a revised Contract amount of \$15,352,580.64.

Discussion Items

24. The Monthly D/S/M/WBE Expenditure Report was distributed to the Board.

25. Purchase Orders/Contracts and Professional Service Contracts approved by authorized staff were distributed to the Board.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

Concessions/Commercial Development Committee Chair Vernon Evans reported that the Committee met on Tuesday, January 5, 2021 at 1:27 p.m., and recommended approval of the following:

26. The minutes of the Concessions/Commercial Development Committee Meeting of December 1, 2020 were approved during the Committee Meeting of January 5, 2021.

Consent Items for Consideration

27. The Airport Board unanimously adopted Resolution 2021-01-018 to approve an increase to Contract No. 7006788, for Smart Restroom Technology, with Infax, Inc., of Alpharetta, Georgia, in an amount not to exceed \$94,735.97, for a revised Contract amount of \$3,346,429.92.
28. The Airport Board unanimously adopted Resolution 2021-01-019 to approve an extension to the term of Permit No. 010194 between Cursus Technologies, Inc. and the Dallas Fort Worth International Airport Board.

Action Items for Consideration

29. The Airport Board unanimously adopted Resolution 2021-01-020 to approve expenditures by the Public Facilities Improvement Corporation Board in an amount not to exceed \$109,230.00, for fungal remediation and repairs at DFW Campus West, Building F; and to execute Contract No. 7006993, for the Fungal Remediation and Repairs at the DFW Campus West, Building F, with RNDI Companies, Inc., of Rockwall, Texas for an amount not to exceed \$91,025.00.
30. The Airport Board unanimously adopted Resolution 2021-01-021 to approve expenditures by the Public Facilities Improvement Corporation Board in an amount not to exceed \$2,498,045.00 for the White Boxing and Renovation at DFW Campus West, Building E; and to execute Contract No. 7006983, for DFW Campus West Building E, with Real Network Services, Inc., of Dallas, Texas, for an amount not to exceed \$2,159,170.00.
31. The Airport Board unanimously adopted Resolution 2021-01-022 to approve a change in ownership control of Lease No. 008109 from CI/M2 Concepts JV to M2 Concepts.

Full Board

Discussion Items

32. There were no registered speakers.
33. Next Committee meetings – February 9, 2021
Next Regular Board meeting – February 11, 2021