

MINUTES
FINANCE/AUDIT COMMITTEE MEETING
Tuesday, August 31, 2021
1:21 p.m.

Convening of the Meeting – The Regular Meeting of the Finance/Audit Committee of the Dallas Fort Worth International Airport Board, was duly convened and held in the Board Room of the DFW Airport Headquarters building at 1:21 p.m., on Tuesday, August 31, 2021, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

William Meadows, Chair
Vernon Evans
Mario Quintanilla

Other Board Members in attendance:

Matrice Ellis-Kirk, attended virtually
Henry Borbolla III
Gloria M. Tarpley
Ben Leal
Raj Narayanan

Board Staff in Attendance:

Sean Donohue, John Ackerman, Ken Buchanan, Chris McLaughlin, Khaled Naja, Linda Valdez Thompson, Chris Poinsatte, Paul Puopolo, Rob Darby, Elaine Rodriguez, Dee Amos Baker, Jeff Benvegnu, Alan Black, Zenola Campbell, Catrina Gilbert, Rusty Hodapp, Tammy Huddleston, Tamela Lee, James Mauldin, Rosa Maria Meagher, Greg Spoon, Max Underwood, Michael Youngs, Abel Palacios, Donna Schnell.

FINANCE/AUDIT COMMITTEE

27. The minutes of the Finance/Audit Committee Meeting of August 3, 2021 were approved.
28. The Financial Report was presented by Max Underwood, VP Finance. Mr. Underwood will retire at the end of September. Chair Meadows thanked him for his dedication to DFW Airport.

Consent Items for Consideration

29. The Committee recommended to the Board to approve authorization to bind and procure Environmental Pollution Liability Coverage with Great American E&S Insurance Company, effective October 15, 2021, in the amount of \$89,816.00.
30. The Committee recommended to the Board to approve authorization to bind and procure Airport Public Officials Liability Coverage with ACE American Insurance Company (a subsidiary of Chubb), effective October 1, 2021, in the amount of \$119,991.00.

31. The Committee recommended to the Board to approve authorization to bind and procure Airport Owners and Operators General Liability Insurance Coverage with AIG (through National Union Fire Insurance Company of Pittsburgh, Pennsylvania, a subsidiary of AIG), effective October 1, 2021, in the amount of \$249,865.00.
32. The Committee recommended to the Board to approve an increase to Contract No. 7007039, for Smart Reservation Refund Management System, with App Orchid, Inc., of San Ramon, California, in the amount not to exceed \$14,400.00, for a revised Contract amount of \$63,700.00.
33. The Committee recommended to the Board to approve execution of Contract No. 7007130, for Talent Acquisition Software Subscription, with Jobvite, Inc., of Indianapolis, Indiana, in an amount not to exceed \$57,736.00, for the two-year term of the Contract, with options to renew annually.

Action Items for Consideration

34. The Committee recommended to the Board to approve renewal and increase to Contract No. 8005362, for an American Association of Airport Executives Enterprise Membership, with the American Association of Airport Executives (AAAE) of Alexandria, Virginia, in an amount not to exceed \$375,000.00, for a revised not to exceed Contract amount of \$768,000.00, with options to renew annually.
35. The Committee recommended to the Board to approve a Reimbursement Agreement with American Airlines, Inc. (AA) for the construction of certain Baggage Handling System (BHS) Improvements, in an amount not to exceed \$40,628,371.07.
36. The Committee recommended to the Board to approve Audit Services' Fiscal Year 2022 Annual Plan.
37. The Committee recommended to the Board to approve an increase to Contract No. 8004992, for External Audit Services, with Deloitte & Touche LLP, of Dallas, Texas, in an amount not to exceed \$431,098.00, for a revised Contract amount of \$3,207,686.86, and extend the term of the contract by one year.
38. The Committee recommended to the Board to approve adopt the Board's Small Business Enterprise Concessions (SBEC) Program Policy.
39. The Committee recommended to the Board to approve appointment of Rosa Maria Meagher as Interim Director of Audit Services and provide a 10% salary increase during the time she serves in such capacity.
40. The Committee recommended to the Board to approve the Fiscal Year 2022 Annual Budget for the DFW Airport's Public Facility Improvement Corporation.
41. The Committee recommended to the Board to approve the Fiscal Year 2022 Operation Revenue and Expense Fund Budget (Fund 102).
42. The Committee recommended to the Board to approve the Schedule of Charges as amended for Fiscal Year 2022.

43. The Committee recommended to the Board to approve execution of Contract No. 7006972, for Apple Products and Accessories, with Complete Tablet Solutions, Ltd. dba CTS Mobility, of Austin, Texas, in an amount not to exceed \$475,150.00, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.
44. **This item was deferred by staff following the Committee Meeting.** Approve execution of Contract No. 8005428, for Automated Access Control System Installation and Maintenance Services, with Convergent Technologies, LLC, of Carrollton, Texas, in an amount not to exceed \$8,875,000.00, for the initial six-year term of the Contract, with options to renew for two additional three-year periods.

CLOSED SESSION

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

And;

In accordance with the provisions of the Texas Government Code, Section 551.076 and Section 418.183(f), a closed session was held to discuss:

- a) The deployment, or specific occasions for implementation, of security personnel or devices; and
- b) Information relating to preventing, detecting, responding to, investigating, and managing emergencies and disasters, including those caused by terrorism or related criminal activity.

OPEN SESSION

Action Items for Consideration

46. The Committee recommended to the Board to approve execution of an agreement settling the Garcia Lawsuit.
47. The Committee recommended to the Board to approve an increase to Contract No. 7006819, Cyber Security Software with Acalvio Technologies, Inc., of Santa Clara, California, in an amount not to exceed \$28,500.00, for a revised Contract amount of \$98,580.00.
48. The Committee recommended to the Board to approve execution of Contract No 7007133, for Managed Security Risk, Detection and Response Service with Freeit Data Solutions, Inc, of Austin, Texas, in an amount not to exceed \$664,368.07, for the initial one-year term of the Contract, with option to renew for four additional one-year periods.

Discussion Items

49. The Monthly D/S/M/WBE Expenditure Report was distributed to the Board.
50. Purchase Orders/Contracts and Professional Services Contracts approved by authorized staff were distributed to the Board.