

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

October 11, 2022

8:33 a.m.

Convening of the Meeting – The Regular Meeting of the Dallas Fort Worth International Airport Board was duly convened and held in the Board Room of the DFW Airport Headquarters building at 8:33 a.m., on Thursday, October 11, 2022, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

Henry Borbolla III, Chair	Vincent Hall
Gloria M. Tarpley, Vice Chair	Ben Leal
Vernon Evans, Secretary	William Meadows
Mayor Pro Tem Carolyn King Arnold ¹	Raj Narayanan
Mayor Mattie Parker	Mario Quintanilla
Matrice Ellis-Kirk	Darlene Freed ¹

Board Staff in Attendance:

Sean Donohue, John Ackerman, Ken Buchanan, Maruchy Cantu, Chris McLaughlin, Khaled Naja, Chris Poinsette, Paul Puopolo, Elaine Rodriguez, Aaron Muñoz, Zenola Campbell, Bruce Collins, Catrina Gilbert, Tammy Huddleston, Tamela Lee, James Mauldin, Abel Palacios, Bobby Rodriguez, JT Taylor, Michael Youngs, Donna Schnell

AGENDA

- A. The Invocation was given by Chaplain DD Hayes.
- B. The Pledge of Allegiance was recited.
- C. Announcements by Board Chair Henry Borbolla:
 - A moment of silence was held to honor former board member Max Wells who served on the DFW Airport Board from 1998 to 2005. He served as chair from 2003 to 2004.
 - Mayor Pro Tem Darlene Freed from the City of Grapevine was welcomed. This is her sixth time to serve on the Board.
 - Board member Matrice Ellis-Kirk, recipient of the Linz Award, was recognized and congratulated.
 - Senator Jane Nelson was welcomed and recognized for her many accomplishments and presented with a resolution and gift.Announcements by Sean Donohue, CEO:
 - DFW was recognized as a corporate leader in infrastructure at the North Texas Regional Commission's 51st Annual Member's Luncheon.
 - DFW's employee resource group, Hispanic Outreach by Leaders in Action, hosted an event to kick off Hispanic Heritage Month.
 - Last month we launched our annual United Way Giving Campaign.
 - We also hosted National Night Out for employees which included a chili cook off to support the United Way.
 - A summary of DFW's 2021 Environmental, Social, and Governance report was distributed to the Board and the theme of the report was discussed.

- D. Air Service Development Update was given by John Ackerman, EVP Global Strategies and Development.
- E. The Financial Report was presented by Chris Poinsatte, EVP Finance and Information Technology.
- F. Approve Minutes of the Regular Board Meeting of September 1, 2022.

OPERATIONS COMMITTEE

Committee Chair William Meadows reported that the Committee met on Tuesday, October 11, 2022, at 12:30 p.m. and recommended approval of the following:

1. The minutes of the Operations Committee Meeting of August 30, 2022 were approved during the committee meeting of October 11, 2022.

Consent Items for Consideration

2. The Airport Board unanimously adopted Resolution No. 2022-10-229 to approve an increase to Contract No. 7003856, for Computer Aided Design and Drafting Software Maintenance and Support Services, with Bentley Systems, Inc., of Exton, Pennsylvania, in an amount not to exceed \$48,000, for a revised not to exceed Contract amount of \$818,905.18.
3. The Airport Board unanimously adopted Resolution No. 2022-10-230 to approve Purchase Order No. 279158, for a DPS Vehicle, with Grapevine Dodge Chrysler Jeep of Grapevine, Texas, in the amount of \$63,958.
4. The Airport Board unanimously adopted Resolution No. 2022-10-231 to approve an increase and extension to Contract No. 7007157, Grounds Maintenance Services, with JBa Land Management LLC, of Dallas, Texas, in an amount not to exceed \$88,660, for a revised not to exceed Contract amount of \$3,436,106.88.
5. The Airport Board unanimously adopted Resolution No. 2022-10-232 to approve execution of Contract No. 7007316, for Winter Weather Equipment Assessment and Training, with Fortbrand Services LLC, of Plainview, New York, in an amount not to exceed \$200,000, for the initial one-year term of the Contract, with annual one-year renewal periods.
6. The Airport Board unanimously adopted Resolution No. 2022-10-233 to approve Purchase Order No. 279270, for New Fleet Vehicles, with Caldwell Country Chevrolet, of Caldwell, Texas, in the amount of \$231,775.

¹ Non-voting representative from the City of Grapevine

7. The Airport Board unanimously adopted Resolution No. 2022-10-234 to approve authorization to enter into an Interlocal Agreement, Contract No. 8005525, between the Board and Parker County Hospital District, of Weatherford, Texas; and that the Chief Executive Officer or designee be authorized to execute Contract No. 8005498, for Medical Director Services, with Beacon Emergency Services Team P.A., of Dallas, Texas, in an amount not to exceed \$126,001.67, for the initial one-year term of the Contract, with options to renew annually for additional one-year periods.

Action Items for Consideration

8. The Airport Board unanimously adopted Resolution No. 2022-10-235 to approve execution of Contract No. 7007303, for Glycol Removal Vehicle Rental, with Inland Technologies International Ltd., of Manchester, New Hampshire, in an amount not to exceed \$308,000, for the initial one-year term of the Contract with options to renew for one additional one-year period.
9. The Airport Board unanimously adopted Resolution No. 2022-10-236 to approve execution of Contract No. 7007312, for Consolidated Ramp Cleaning and Emergency Response Services, with The Cleaning Guys, LLC dba CG Environmental, of Fort Worth, Texas, in an amount not to exceed \$705,064.90, for the one-year term of the Contract.
10. The Airport Board unanimously adopted Resolution No. 2022-10-237 to approve execution of Reimbursement Contract No. 5001021, for the Airfield Ramp Efficiency Project, with the Federal Aviation Administration Southwest Region, in an amount not to exceed \$651,876.60, for the 900-calendar day term of the Contract
11. The Airport Board unanimously adopted Resolution No. 2022-10-238 to approve execution of Contact No. 9500748, for Installation of a Sanitary Sewer Line from North Remote Parking, to Reyes Group, Ltd., of Grand Prairie, Texas, in an amount not to exceed \$1,575,790, for the 180-calendar day term of the Contract; and execute change orders to such Contract on an as-needed basis, in the aggregate amount not to exceed \$350,000, for a total action amount of \$1,925,790.
12. The Airport Board unanimously adopted Resolution No. 2022-10-239 to approve ratification of Contract No. 9500801, for Emergency Drainage Repairs on Taxiway HY, with Austin Bridge & Road, LP of Irving, Texas, in an amount not to exceed \$100,000; Contract No. 9500802, for Emergency Repairs on Airfield Pavement, with Austin Bridge & Road, LP of Irving, Texas, in an amount not to exceed \$1,500,000; and Contract No. 9500803, for Emergency Joint Seal Repairs on Taxiway F, with Austin Bridge & Road, LP of Irving, Texas, in an amount not to exceed \$400,000. Total amount of this action is \$2,000,000.
13. The Airport Board unanimously adopted Resolution No. 2022-10-240 to approve ratification of Contract No. 9500807, for Emergency Repairs of Airfield Lighting Circuits, with EAS Contracting, LP, of Princeton, Texas, in an amount not to exceed \$9,750,000.
14. The Airport Board unanimously adopted Resolution No. 2022-10-241 to approve rejection of all bids received for Solicitation No. 9500701; and award a Contract No. 9500800, for Southwest End Around Taxiway - Package 1A, with Flatiron Constructors, Inc., of Bedford, Texas, in an amount not to exceed \$47,980,000, for the 434-calendar day term of the Contract; and execute change orders to such Contract on an as-needed basis, in the aggregate amount not to exceed \$2,570,130. The total amount of this action is \$50,550,130.

15. The Airport Board unanimously adopted Resolution No. 2022-10-242 to approve ratification of Oncor Discretionary Service Contract No. 5001035, for the Terminal B Vault Concrete Spall project, with Oncor Electric Delivery Company, LLC, of Irving, Texas, in an amount not to exceed \$73,667.74.
16. The Airport Board unanimously adopted Resolution No. 2022-10-243 to approve ratification of Purchase Order No. 279275, for leased Automated Access Control System Operations Vehicles, with Commercial Vehicle Leasing, LLC dba D&M Leasing Commercial, of Fort Worth, Texas, in the amount of \$95,140.80.
17. The Airport Board unanimously adopted Resolution No. 2022-10-244 to approve Purchase Order No. 279258, for new Automated Access Control System Operations Vehicles, with Rockdale Country Ford dba Caldwell Country, of Rockdale, Texas, in the amount of \$179,458.
18. The Airport Board unanimously adopted Resolution No. 2022-10-245 to approve an increase and extension to Contract No. 7006913, for Stormwater Modeling, Monitoring and Management Services, with the University of Texas at Arlington, of Arlington, Texas, in an amount not to exceed \$386,000, for a revised not to exceed Contract amount of \$1,889,585.
19. The Airport Board unanimously adopted Resolution No. 2022-10-246 to approve ratification of Contract No. 9500796, for Terminal E Sanitary Sewer Line Repair, with Reyes Group, Ltd., of Grand Prairie, Texas, in an amount not to exceed \$450,000, for the 180-calendar day term of the Contract.
20. The Airport Board unanimously adopted Resolution No. 2022-10-247 to approve execution of Contract No. 7007248, for Art Maintenance and Conservation Services, with Pacific Coast Conservation, of Denver, Colorado, in an amount not to exceed \$570,246.74, for the three-year term of the Contract.
21. The Airport Board unanimously adopted Resolution No. 2022-10-248 to approve execution of Contract No. 7007257, for Street Light Maintenance Services, with Dalworth Lighting and Electrical Services, LLC, of Pantego, Texas, in an amount not to exceed \$900,245.15, for the initial three-year term of the Contract, with options to renew for one additional one-year period.
22. The Airport Board unanimously adopted Resolution No. 2022-10-249 to approve an increase to Contract No. 7006529, for Airport Terminal Roofing and Waterproofing Maintenance Services, with Supreme Systems, Inc., of Dallas, Texas, in an amount not to exceed \$1,575,000, for a revised not to exceed Contract amount of \$7,879,849.
23. The Airport Board unanimously adopted Resolution No. 2022-10-250 to approve Purchase Order No. 279263, for New CNG Buses, with Creative Bus Sales, Inc., of Irving, Texas, in the amount of \$3,751,399.90.
24. The Airport Board unanimously adopted Resolution No. 2022-10-251 to approve an increase to Contract No. 7006991, for Polyurethane Foam Stabilization Services, with Uretek USA, Inc., of Tomball, Texas, in an amount not to exceed \$1,000,000, for a revised not to exceed Contract amount of \$4,000,000.
25. The Airport Board unanimously adopted Resolution No. 2022-10-252 to approve Purchase Order No. 279259, for two Emergency Rescue Apparatus (Fire Trucks), to Siddons Martin Emergency Group, LLC, of Denton, Texas, in the amount of \$2,837,271.

Discussion Items

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

FINANCE/AUDIT COMMITTEE

Committee Chair Gloria Tarpley reported that the Committee met on Tuesday, October 11, 2022, at 12:49 p.m. and recommended approval of the following:

28. The minutes of the Finance/Audit Committee Meeting of August 30, 2022 were approved during the committee meeting of October 11, 2022.
29. The Financial Report was presented by Abel Palacios, VP Finance during the committee meeting of October 11, 2022.
30. The Fiscal Year 2022 External Audit Process was presented by Blake Rodgers, Lead Audit & Assurance Partner, Deloitte, during the committee meeting of October 11, 2022.

Consent Items for Consideration

31. The Airport Board unanimously adopted Resolution No. 2022-10-253 to approve execution of Contract No. 7007255, for Promotional Items, with Big Hit Productions, Inc. dba Big Hit Creative Group, of Garland, Texas, in an amount not to exceed \$335,420.50, for the initial one-year term of the Contract, with options to renew for four additional one-year periods.
32. The Airport Board unanimously adopted Resolution No. 2022-10-254 to approve authorized to bind and procure Environmental Pollution Liability Coverage with Great American E&S Insurance Company, effective October 15, 2022, in the amount of \$87,122.00.
33. The Airport Board unanimously adopted Resolution No. 2022-10-255 to approve authorization to take all necessary actions to prepare, submit and accept any federal, state or other grant applications or agreements available during Fiscal Year 2023, including all understandings and grant assurances included within those applications, and subsequently have the authority to administer any grant awarded, including the authority to close grants, as required.
34. The Airport Board unanimously adopted Resolution No. 2022-10-256 to approve an increase to Contract No. 8005476, Business Acumen Training, with Acumen Learning, LLC, of Orem, Utah, in an amount not to exceed \$77,600, for a revised not to exceed Contract amount of \$97,100.
35. The Airport Board unanimously adopted Resolution No. 2022-10-257 to approve an increase to Legal Services Contract No. 8005494, with Anderson & Kreiger LLP., in an amount not to exceed \$75,000.00 for a revised not to exceed Contract amount of \$123,000.00.

36. The Airport Board unanimously adopted Resolution No. 2022-10-258 to approve an increase to Contract No. 8005466, Oracle Cloud Services, with Oracle America, Inc., of Redwood Shores, California, in an amount not to exceed \$123,360, for a revised not to exceed Contract amount of \$6,378,360.

Action Items for Consideration

37. The Airport Board unanimously adopted Resolution No. 2022-10-259 to approve Amendment 2 for expenses for hosting the Skift Global Forum, in an amount not to exceed \$185,000, for conferences in November 2022 and 2023, for a revised not to exceed amount of \$985,000.
38. The Airport Board unanimously adopted Resolution No. 2022-10-260 to approve an increase and extension to Contract No. 8005414, for Airline Lease and Use Agreement Consulting Services, with AvAirPros, Inc., of Naples, Florida, in an amount not to exceed \$250,000, for a revised not to exceed Contract amount of \$750,000.
39. The Airport Board unanimously adopted Resolution No. 2022-10-261 to approve execution of a Reimbursement Agreement with American Airlines, Inc. (AA) for Issue for Construction design package and construction of certain improvements for the Baggage Handling System (BHS) Improvements, in an amount not to exceed \$42,408,545.30.
40. The Airport Board unanimously adopted Resolution No. 2022-10-262 to approve an increase and extension to Contract No. 8005129, for Holiday Preparation Services, with Alpine Artisan Studios, of Westminster, Colorado, in an amount not to exceed \$250,000, for a revised not to exceed Contract amount of \$1,207,536.06.
41. The Airport Board unanimously adopted Resolution No. 2022-10-263 to approve authorization to request the Cities of Dallas and Fort Worth to approve an amendment to Dallas Fort Worth International Airport's Code of Rules and Regulations to require the international symbol on disabled veteran license plates and parking placards.
42. The Airport Board unanimously adopted Resolution No. 2022-10-264 to approve execution of Contract No. 7007310, for Networks Threat Prevention and Support, with Carahsoft Technology Corp., of Reston, Virginia, in an amount not to exceed \$895,116.14, for the initial one-year term of the Contract, with annual one-year renewal options.
43. The Airport Board unanimously adopted Resolution No. 2022-10-265 to approve execution of Contract No. 8005528, for Cellular / Distributed Antenna System Industry and Technical Consulting Services, with Cell Site Capital LLC, of Columbus, Ohio, in an amount not to exceed \$1,750,000, for the two-year term of the Contract.

Discussion Items

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

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

Committee Chair Ben Leal reported that the Committee met on Tuesday, October 11, 2022, at 1:16 p.m. and recommended approval of the following:

46. The minutes of the Concessions/Commercial Development Committee Meeting of August 30, 2022 were approved during the committee meeting of October 11, 2022..

Consent Items for Consideration

47. The Airport Board unanimously adopted Resolution No. 2022-10-266 to approve execution of Contract No. 7007264, for Pillows and Blankets, with Paradise Pillow, Inc., of Philadelphia, Pennsylvania, in an amount not to exceed \$213,656.00 for the initial one-year term of the Contract with options to renew for four additional one-year periods.

Action Items for Consideration

48. The Airport Board unanimously adopted Resolution No. 2022-10-267 approve to execution of two Contracts for Janitorial Cleaning Supplies: Contract No. 7007258, with Brady Industries of Texas LLC dba BradyIFS, of Fort Worth, Texas, in an amount not to exceed \$644,667.48; and Contract No. 7007325, with Network Distribution of Schaumburg, Illinois, in an amount not to exceed \$1,818,321.87, for the initial two-year term of the Contracts, with options to renew for three additional one-year periods. Total amount of this action is \$2,462,989.35.
49. The Airport Board unanimously adopted Resolution No. 2022-10-268 to approve authorization to submit to the Foreign-Trade Zone Board an application requesting that Hill County be added to DFW Foreign-Trade Zone No. 39's Service Area under the Alternative Site Framework Program.
50. The Airport Board unanimously adopted Resolution No. 2022-10-269 to approve authorization to reimburse Hyatt Regency DFW International Airport hotel an amount not to exceed \$437,208 for parking structure repairs.
51. The Airport Board unanimously adopted Resolution No. 2022-10-270 to approve Lease Agreement with HG DFW F&B Concessionaires JV and the Dallas Fort Worth International Airport Board.
52. The Airport Board unanimously adopted Resolution No. 2022-10-271 to approve Lease Agreement with D&B Mitchell Group LLC and the Dallas Fort Worth International Airport Board.
53. The Airport Board unanimously adopted Resolution No. 2022-10-272 to approve Lease Agreement with Gideon Toal Management Services, LLC and the Dallas Fort Worth International Airport Board.
54. The Airport Board unanimously adopted Resolution No. 2022-10-273 to approve Lease Agreement with AMPM Hospitality, LLC and the Dallas Fort Worth International Airport Board.
55. The Airport Board unanimously adopted Resolution No. 2022-10-274 to approve Lease Agreement with Prepango LLC and the Dallas Fort Worth International Airport Board.

FULL BOARD

56. There were no registered speakers.
57. Next Committee meetings – November 1, 2022
Next Regular Board meeting – November 3, 2022