

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
January 5, 2023
8:30 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 8:32 a.m., on Thursday, January 5, 2023, 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 ²

Board Staff in Attendance:

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

- - - -

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 for former Dallas Mayor Wes Wise
 - Outgoing Board Member Matrice Ellis-Kirk was thanked for her service.Announcements by Sean Donohue, CEO:
 - The holiday travel season began on Thursday, December 15 and ended this past Tuesday. In total, DFW welcomed 4.18 million passengers with a daily average of 209,000 passengers. This is up 1.1% compared to 2019 for the same period.
 - DFW has supported the North Texas Salvation Army Angel Tree program for more than 20 years. This year, DFW adopted 325 angels and gave more than 1,750 gifts totaling over \$30,000 in donations.
- D. The Financial Report was presented by Chris Poinatte, EVP Finance and Information Technology.
- E. The minutes of the Regular Board Meeting of December 8, 2022, were approved.

¹ Designated voting representative from the City of Dallas

² Non-voting representative from the City of Grapevine

OPERATIONS COMMITTEE

Committee Chair William Meadows reported that the Committee met on Tuesday, January 3, 2023, at 12:30 p.m. and recommended approval of the following:

1. The minutes of the Operations Committee Meeting of December 6, 2022, were approved during the committee meeting of January 3, 2023.

Consent Items for Consideration

2. The Airport Board unanimously adopted Resolution No. 2023-01-001 to approve Purchase Order No. 279455, for Survey Equipment, with Geomatic Resources LLC, of Irving, Texas, in the amount of \$90,040.80.
3. The Airport Board unanimously adopted Resolution No. 2023-01-002 to approve Purchase Order No. 279366, for Practice Ammunition, with ProForce Marketing Inc. dba ProForce Law Enforcement, of Prescott, Arizona, in the amount of \$64,546.
4. The Airport Board unanimously adopted Resolution No. 2023-01-003 to approve Purchase Order No. 279288, for Special Operations Replacement Equipment, with Safeware, Inc., of Lanham, Maryland, in the amount of \$87,468.04.
5. The Airport Board unanimously adopted Resolution No. 2023-01-004 to approve Purchase Order No. 279453, for Mobile Explosive Containment Chamber, with Dynasafe, of Talladega, Alabama, in the amount of \$100,247.

Action Items for Consideration

6. The Airport Board unanimously adopted Resolution No. 2023-01-005 to approve the execution of Reimbursement Agreement No. 5001036, for Southwest End Around Taxiway Package 1B, with the Federal Aviation Administration Southwest Region, in an amount not to exceed \$110,539.38, for the 300-calendar day term of the Agreement.
7. The Airport Board unanimously adopted Resolution No. 2023-01-006 to approve an amendment to Reimbursement Agreement No. 5001016 - for Runway 17R-35L Rehabilitation Project, with the Federal Aviation Administration Southwest Region, in an amount not to exceed \$865,121.80, for a revised not to exceed Agreement amount of \$1,048,503.93.
8. The Airport Board unanimously adopted Resolution No. 2023-01-007 to approve the execution of Contract No. 9500805, for International Parkway Digital Signage, with Synergy Signs & Services, LLC., of Fort Worth, Texas, in an amount not to exceed \$2,749,000, for the 180-calendar day term of the Contract; and authorize establishment of an owner's allowance to such Contract, to be utilized on an as-needed basis, in the aggregate amount not to exceed \$100,000.
9. The Airport Board unanimously adopted Resolution No. 2023-01-008 to approve the ratification of an increase to Contract No. 9500802, for Emergency Repairs on Airfield Pavement, with Austin Bridge & Road LP, of Irving, Texas, in an amount not to exceed \$2,285,000, for a revised not to exceed Contract amount of \$3,785,000; and ratification of Contract No. 9500815, to Omega Contracting, LLC, of Dallas, Texas, in an amount not to exceed \$1,000,000, for the 73-calendar day term of the Contract. Total amount of this action is \$3,285,000.

10. The Airport Board unanimously adopted Resolution No. 2023-01-009 to approve the execution of Contract No. 8500413, for On-Call Planning Services, with Merchant Aviation, LLC, a Groupe ADP Company, of Summit, New Jersey, in an amount not to exceed \$25,200,000, for the five-year term of the Contract.

Discussion Items

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

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

Committee Chair Ben Leal reported that the Committee met on Tuesday, January 3, 2023, at 12:37 p.m. and recommended approval of the following:

13. The minutes of the Concessions/Commercial Development Committee Meeting of December 6, 2022, were approved during the committee meeting of January 3, 2023.

Action Item for Consideration

14. The Airport Board unanimously adopted Resolution No. 2023-01-010 to approve the Assignment and Assumption of the lease agreements of Branded Works, Inc. to OdehMickens DFW Concessions.

FINANCE/AUDIT COMMITTEE

Committee Chair Gloria Tarpley reported that the Committee met on Tuesday, January 3, 2023, at 12:40 p.m. and recommended approval of the following:

15. The minutes of the Finance/Audit Committee Meeting of December 6, 2022, were approved during the committee meeting of January 6, 2023.
16. The Financial Report was presented by Abel Palacios, VP Finance, during the committee meeting of January 3, 2023.
17. A Procurement/ Business Development and Diversity Presentation was presented by Bruce Collins and Tamela Lee, during the committee meeting of January 3, 2023.

Consent Items for Consideration

18. The Airport Board unanimously adopted Resolution No. 2023-01-011 to approve the execution of Contract No. 7007297, for Office Supplies with Staples Contract & Commercial, Inc., operating as Staples Business Advantage, of Irving, Texas, in an amount not to exceed \$200,000, for the one-year term of the Contract, subject to funding availability.
19. The Airport Board unanimously adopted Resolution No. 2023-01-012 to approve to increase Legal Services Contract 8005424. with Munck Wilson Mandala, LLP, in the amount of \$20,000.00 for a revised not to exceed contract amount of \$68,000.00.

20. The Airport Board unanimously adopted Resolution No. 2023-01-013 to approve to increase Legal Services Contract No. 8005495, with Eversheds Sutherland LLP, in an amount not to exceed \$25,000.00, for a revised not to exceed Contract amount of \$384,000.00.
21. The Airport Board adopted Resolution No. 2023-01-014 to approve to increase Legal Services Contract No. 8005262 with Kelly Hart & Hallman, LLP in the amount of \$100,000.00 for a revised amount not to exceed \$288,750.00.

*Board member William Meadows recused himself from the room and vote, due to a conflict of interest.

Action Items for Consideration

22. The Airport Board unanimously adopted Resolution No. 2023-01-015 to approve the execution of three Contracts for Modular and Non-Modular Office Furniture and Related Services: Contract No. 7007280, with Wilson Office Interiors, of Dallas, Texas, in an amount not to exceed \$600,000; Contract No. 7007341, with TX Interior Resources, LLC dba Interior Resources Group, of Dallas, Texas, in an amount not to exceed \$300,000; and Contract No. 7007342, with WRG, LLC, of Carrollton, Texas, in an amount not to exceed \$100,000, for the initial three-year term of the Contracts, with options to renew for two additional one-year periods. Total amount of this action is \$1,000,000.
23. The Airport Board unanimously adopted Resolution No. 2023-01-016 to approve the Competitive Sealed Proposal Method, allowed under Chapter 252, Subchapters B and C of the Texas Local Government Code, will provide it the best value in procuring employee service awards and recognition program, and the Chief Executive Officer or designee are authorized to advertise for such goods and services using that method.
24. The Airport Board unanimously adopted Resolution No. 2023-01-017 to approve an increase Contract No. 8005012, for Access Control Management System, with HID Global Corporation, of Austin, Texas, in an amount not to exceed \$379,115, for a revised not to exceed Contract amount of \$3,060,875.71.

CLOSED SESSION

25. In accordance with provisions of Section 551.071 of the Texas Government Code, a closed session was held during the committee meeting of January 3, 2023, 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) Settlement Agreement Dali Wireless, Inc.

OPEN SESSION

Action Item

26. The Airport Board unanimously adopted Resolution No. 20223-01-018 to approve execution of an agreement settling the lawsuit styled Dali Wireless, Inc. v. Dallas Fort Worth International Airport Board.

Discussion Items

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

EXECUTIVE COMPENSATION COMMITTEE

Committee Chair Henry Borbolla reported that the Committee met on Tuesday, January 3, 2023, at 1:20 p.m. and recommended approval of the following:

29. The minutes of the Executive Compensation Committee Meeting of December 23, 2022, were approved during the committee meeting of January 3, 2023.

CLOSED SESSION

30. In accordance with provisions of Section 551.074 of the Texas Government Code, a closed session was held during the committee meeting of December 23, 2022, to discuss the qualifications or performance of identifiable Board employees, to wit:

- a) Review and Evaluate the Performance of the Director of Audit Services.

OPEN SESSION

Action Item for Consideration

31. The Airport Board unanimously adopted Resolution No. 20223-01-019 to approve Fiscal Year 2023 Incentive Compensation Program Goals for the Director of Audit Services.

FULL BOARD

32. There were no Registered Speakers.
33. Next Committee meetings – January 31, 2023
Next Regular Board meeting – February 2, 2023