

DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
Thursday, August 10, 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 8:30 a.m., on Thursday, August 10, 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 Tarpley, Vice Chair	Raj Narayanan
Vernon Evans, Secretary	Mario Quintanilla
Mayor Eric Johnson	DeMetris Sampson
Mayor Mattie Parker	

Board Staff in Attendance:

Sean Donohue, John Ackerman, Ken Buchanan, Maruchy Cantu, Mohamed Charkas, Chris McLaughlin, Chris Poinsette, Paul Puopolo, Elaine Rodriguez, Aaron Muñoz, Dean Ahmad, John Brookby, Zenola Campbell, Bruce Collins, Milton De La Paz, Cindy Demers, Catrina Gilbert, Tammy Huddleston, Tamela Lee, Sharon McCloskey, Heath Montgomery, Abel Palacios, Bobby Rodriguez, JT Taylor, Dan White, Alicia Green

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AGENDA

- A. The invocation was given by Chaplain DD Hayes.
- B. The Pledge of Allegiance was recited.
- C. Announcements by Board Chair Henry Borbolla:
 - Mayor Pro Tem Darlene Freed of Grapevine was recognized for her service and will be rotating off the Board.
 - Mayor Linda Martin of Euless will join the Board in September.
 - The City of Fort Worth has appointed Joel Burns to the Board to replace Bill Meadows, who has resigned.

Announcements by Sean Donohue, CEO:

- Congratulations to EVP Maruchy Cantu and WIN ERG President Pam Housley, on a successful 16th Annual WIN Conference, held last month, with over 500 participants.
- DFW was awarded the 2023 Best Airport Employee Recognition Program for a large hub.
- TGI Fridays hosted a Grand Re-Opening in Terminal B.
- On August 8, the Nowitzki Restaurant opened in Terminal C.
- On August 9, a groundbreaking was held for the new Electric Central Utilities Plant.
- The 2022 ESG Report has been completed and is available for viewing.

- On June 30, DFW achieved a new record for daily passenger travel with more than 281,000 customers.
- D. The Air Service Update was presented by John Ackerman, EVP Global Strategy and Development.
- E. The Financial Report was presented by Chris Poinsette, EVP Finance and Information Technology.
- F. The minutes of the Regular Board Meeting of June 8, 2023, were approved.

OPERATIONS COMMITTEE

Committee Vice Chair Raj Narayanan reported that the Committee met on Tuesday, August 8, 2023, at 1:00 p.m. and recommended approval of the following:

1. The Operations Committee Meeting Minutes of June 6, 2023, were approved during the committee meeting of August 8, 2023.

Consent Items for Consideration

2. The Airport Board unanimously adopted Resolution No. 2023-08-187, to approve a Cooperative Agreement, Contract No. 7007441, between the Board and Sourcewell of Staples, Minnesota; and execution of Contract No. 7007372, for Snowplow Blades with Kueper North America LLC, of Charleston, South Carolina, for the initial one-year Contract amount of \$63,300, and two, one-year options in the amount of \$126,600, for a total estimated Contract of \$189,900; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.
3. The Airport Board unanimously adopted Resolution No. 2023-08-188, to approve the ratification of Contract No. 7006472, for Supply of Natural Gas, with Symmetry Energy Solutions, LLC, of Houston, Texas, in an amount not to exceed \$400,000, for a revised not to exceed Contract amount of \$6,400,000.

Action Items for Consideration

4. The Airport Board unanimously adopted Resolution No. 2023-08-189, to approve the execution of Contract No. 8500420, for 17R Materials Testing and Inspection Services, with Alliance Geotechnical Group, Inc., of Dallas, Texas, in an amount not to exceed \$3,000,000, for the three-year term of the Contract.
5. The Airport Board unanimously adopted Resolution No. 2023-08-190, to approve the execution of Contract No. 9500825, for Terminal D Plumbing and Mechanical Equipment Replacement, with Gilbert May, Inc. dba Phillips/May Corporation, of Dallas, Texas, in an amount not to exceed \$7,508,333, for the 582-calendar day term of the Contract; and execution of change orders to such Contract on an as-needed basis, in the aggregate amount not to exceed \$1,500,000, for a total action amount of \$9,008,333.

6. The Airport Board unanimously adopted Resolution No. 2023-08-191, to approve the execution of two Contracts for Civil Quality Assurance Services: Contract No. 8500416, with Foster CM Group, Inc. of Dallas, Texas; and Contract No. 8500427, with Keville Enterprises, Inc. of Irving, Texas, in an amount not to exceed \$7,500,000 per Contract for the three-year term of the Contracts. Total action amount is \$15,000,000.
7. The Airport Board unanimously adopted Resolution No. 2023-08-192, to approve the execution of two Contracts for Facilities Quality Assurance Services: Contract No. 8500417, with PSA Constructors, Inc. dba PSA Management, Inc., of Dallas, Texas; and Contract No. 8500428, with Southwestern Testing Laboratories, LLC dba STL Engineers, of Dallas, Texas, in an amount not to exceed \$7,500,000 per Contract for the three-year term of the Contracts. Total action amount is \$15,000,000.
8. The Airport Board unanimously adopted Resolution No. 2023-08-193, to approve the execution of Contract No. 9500806, for design and construction of International Parkway Bridges & High Mast Light Poles Replacement Phase 2 Projects, with Archer Western Construction, LLC of Irving, Texas, in an amount not to exceed \$220,662,490, for the 1149-calendar day term of the Contract.
9. The Airport Board unanimously adopted Resolution No. 2023-08-194, to approve the execution of Contract No. 7007410, for Parking Lot Marking Services, with Allied Supply Chain Support and Services, of Dallas, Texas, for the three-year term of the Contract in an amount not to exceed \$602,970.
10. The Airport Board unanimously adopted Resolution No. 2023-08-195, to approve the execution of Contract No. 7007387, for Supply of Pre-Mixed or Volumetric Concrete, with Redi-Mix dba Custom Crete LLC, of Euless, Texas, for the initial three-year Contract amount of \$812,664, and two, one-year options in the amount of \$541,776, for a total estimated Contract amount of \$1,354,440; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.
11. The Airport Board unanimously adopted Resolution No. 2023-08-196, to approve the execution of Contract No. 7007412, for the Supply of A/C Filters, with Puremaxx LLC, of Knoxville, Tennessee, for the initial three-year Contract amount of \$1,521,275.49, and two, one-year options in the amount of \$1,014,183.66, for a total estimated Contract Amount of \$2,535,459.15; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.

12. The Airport Board unanimously adopted Resolution No. 2023-08-197, to approve five Purchase Orders for Various Fleet Vehicles; Purchase Order No. 280140, for Paint Striper Trucks, with M-B Companies Inc., of New Holstein, Wisconsin, in the amount of \$1,193,483.46; Purchase Order No. 280138, for Sweepers, with Tymco, Inc., of Waco, Texas, in the amount of \$807,145; Purchase Order No. 280142, for Hard Service Cleaning System, with Cyclone Technology LLC, of Tempe, Arizona, in the amount of \$552,490; Purchase Order No. 280139, for Stripe Hog Waterblasting System, with Waterblasting LLC, of Stuart, Florida, in the amount of \$854,875.96; and Purchase Order No. 280141, for Pressure Washer Trailer, with North Texas Sales and Distribution, of Dallas, Texas, in the amount of \$12,896.40. Total action amount is \$3,420,890.82.
13. The Airport Board unanimously adopted Resolution No. 2023-08-198, to approve execution of two Contracts for Hot-Mix Asphalt: Contract No. 7007422, with Austin Asphalt, Inc., of Coppell, Texas, for the initial three-year Contract amount of \$1,710,000 and two, one-year options in the amount of \$1,140,000, for a total estimated Contract amount of \$2,850,000; and Contract No. 7007444, with Reynolds Asphalt & Construction Co., of North Richland Hills, Texas, for the initial three-year Contract amount of \$1,587,600 and two, one-year options in the amount of \$1,058,400, for a total estimated Contract amount of \$2,646,000; and that the Chief Executive Office or designee is authorized to exercise the option year at the Airport's discretion. Total amount of this action is \$5,496,000.
14. ***No action taken; item was withdrawn from Board consideration***

Approve execution of Contract No. 7007395, for Non-Terminal Facilities Mechanical, Electrical, Plumbing, and Structural Maintenance Services, to George S. Hall, Inc., of Parsippany, New Jersey, for the initial four-year Contract amount of \$19,400,803.13, and one, one-year options in the amount of \$5,086,204.28, for a total estimated Contract of \$24,487,077.41.
15. The Airport Board unanimously adopted Resolution No. 2023-08-199, to approve the execution of Contract No 7007403, for Skylink Capital Asset Rehabilitation Program with Alstom Transport USA Inc., of Pittsburgh, Pennsylvania, in an amount not to exceed \$99,765,734, for the eight-year term of the Contract.
16. The Airport Board unanimously adopted Resolution No. 2023-08-200, to approve Purchase Order No. 280143, for Aircraft Rescue Fire Fighting (ARFF) Apparatuses, with Siddons Martin Emergency Group, LLC, of Denton, Texas, in the amount of \$26,899,397.45.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

Committee Vice Chair Vernon Evans reported that the Committee met on Tuesday, August 8, 2023, at 1:24 p.m. and recommended approval of the following:

17. The Concessions/Commercial Development Committee Meeting Minutes of June 6, 2023, were approved during the committee meeting of August 8, 2023.

Consent Items for Consideration

18. The Airport Board unanimously adopted Resolution No. 2023-08-201, to approve the Change of Ownership for Concessions Lease numbers 008676 and 010613.

Action Items for Consideration

19. The Airport Board unanimously adopted Resolution No. 2023-08-202, to approve the termination of Lease No. 009705 operated by XpresSpa DFW International, LLC.
20. The Airport Board unanimously adopted Resolution No. 2023-08-203, to approve to increase and extend Contract No. 7006770, for Terminal D Custodial Services, with Appro Inc., of Dallas, Texas, in an amount not to exceed \$1,782,858.25, for a revised not to exceed Contract amount of \$48,914,409.81.
21. The Airport Board unanimously adopted Resolution No. 2023-08-204, to approve to increase and extend Contract No. 7006823, for Terminal A&C Custodial Services - Public, with Diverse Facility Solutions Global, Inc., of Alsip, Illinois, in an amount not to exceed \$4,447,501.18, for a revised not to exceed Contract amount of \$53,253,045.17.
22. The Airport Board unanimously adopted Resolution No. 2023-08-205, to approve the execution of Contract No. 8005550, for Lost and Found Services, with Hallmark Aviation Services, L.P., of Los Angeles, California, for the initial one-year Contract amount of \$755,242.80, and four, one-year options in the amount of \$3,335,395.82 for a total estimated Contract amount of \$4,090,638.62; and that the Chief Executive Office or designee is authorized to exercise the option year at the Airport's discretion.

Discussion Items

23. Permits Issued by Concessions were distributed to the Board.

FINANCE/AUDIT COMMITTEE

Committee Chair Gloria Tarpley, reported that the Committee met on Tuesday, August 8, 2023, at 1:28 p.m. and recommended approval of the following:

24. The Finance/Audit Committee Meeting Minutes of June 6, 2023, were approved during the committee meeting of August 8, 2023
25. The Financial Report was presented by Abel Palacios, VP Finance.

Consent Item for Consideration

26. The Airport Board unanimously adopted Resolution No. 2023-08-206, to approve Purchase Order No. 279993, for Variable Message Board Signage, with Applied Concepts, Inc, of Richardson, Texas, in the amount of \$85,600.

27. The Airport Board unanimously adopted Resolution No. 2023-08-207, to approve Purchase Order No. 279924, for Electric Utility Carts, with Metro Golf Cars Transportation & Utility Vehicles of Fort Worth, Texas, in the amount of \$88,492.50.
28. The Airport Board unanimously adopted Resolution No. 2023-08-208, to approve to increase Legal Services Contract No., 8005483 with the firm Carter Arnett PLLC of Dallas, Texas, in the amount of \$45,000.00 for a revised amount not to exceed, \$93,000.00.
29. The Airport Board unanimously adopted Resolution No. 2023-08-209, to approve to enter into a settlement agreement with Real Network Services, Inc. in the amount of \$194,994.00 to settle any and all claims by Real Network against the Airport related to Contract No. 9500751, for Terminals A, B, C, D and E Uninterrupted Power Supply Replacement.
30. The Airport Board unanimously adopted Resolution No. 2023-08-210, to approve to increase Contract No. 7003634, for Budget & Continuous Forecasting Software with Longview of America, LLC, of Glen Ellyn, Illinois, in an amount not to exceed \$69,984, for a revised amount not to exceed Contract amount of \$2,004,218.59.

Action Items for Consideration

31. The Airport Board unanimously adopted Resolution No. 2023-08-211, to approve authorization to exercise options for multi-year Contracts up to \$10,000,000, for the first quarter of Fiscal Year 2024.
32. The Airport Board unanimously adopted Resolution No. 2023-08-212, to approve authorization to exercise options for multi-year Contracts more than \$10,000,000, for the first quarter of Fiscal Year 2024.
33. The Airport Board unanimously adopted Resolution No. 2023-08-213, to approve the execution of purchases not to exceed \$50,000 individually, through the Electronic Cooperative Marketplace (ECM) for goods and services, up to a total of \$5,000,000.
34. The Airport Board unanimously adopted Resolution No. 2023-08-214, to approve the execution of Contract No. 8005539, for Broker of Record / Administrator Rolling Owner Controlled Insurance Program (ROCIP) Services, with Willis Towers Watson Insurance Services West, Inc., of Dallas, Texas for the initial five-year Contract amount of \$2,445,000 and three, one-year options in the amount of \$1,521,000, for a total estimated Contract amount of \$3,996,000; and that the Chief Executive Office or designee is authorized to exercise the option year at the Airport's discretion.
35. The Airport Board unanimously adopted Resolution No. 2023-08-215, to approve the execution of Contract No. 8005544, for In-Country Mexico Sales and Commercial Services with LT y JC Consultores S. de R.L. de C.V., dba Monnarka Travel Marketing, of Mexico City, Mexico, for the initial one-year Contract amount of \$110,000, and four, one-year options in the amount of \$440,000, for a total estimated Contract of \$550,000; and the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.

36. The Airport Board unanimously adopted Resolution No. 2023-08-216, to approve an amendment to the Board's Rules of Procedure to change the name of the Finance/Audit Committee to Finance, Audit and IT Committee.
37. The Airport Board unanimously adopted Resolution No. 2023-08-217, to approve the execution of Contract No. 7007443, for Access and Identity Management Tool, with Quisitive, LLC, of Irving, Texas, for the initial three-year Contract amount of \$572,004, and two, one-year options in the amount of \$148,568.40, for a total estimated Contract of \$720,752.40; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.
38. The Airport Board unanimously adopted Resolution No. 2023-08-218, to approve to increase Contract 7006788, for Smart Restroom Technology, with Infax, Inc., of Alpharetta, Georgia, in an amount not to exceed \$789,710.29, for a revised amount not to exceed Contract amount of \$4,558,348.21.
39. The Airport Board unanimously adopted Resolution No. 2023-08-219, to approve the execution of Contract No. 8005582, for Enterprise-Wide Data Science Auto Machine Learning Software and Support with Carahsoft Technology Corp of Reston, Virginia, for the initial one-year Contract amount of \$207,458.25, and annual, one-year renewal options in the amount of \$1,134,466.74, for a total estimated Contract of \$1,341,924.99; and the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.
40. The Airport Board unanimously adopted Resolution No. 2023-08-220, to approve the Fiscal Year 2024 Operation Revenue and Expense Fund Budget.
41. The Airport Board unanimously adopted Resolution No. 2023-08-221, to approve the Schedule of Charges as amended for Fiscal Year 2024.
42. The Airport Board unanimously adopted Resolution No. 2023-08-222, to approve the execution of Contract No. 8005467, for Automated Taxi Queue, with IBI Group Professional Services, Inc., of Pompano Beach, Florida, for the initial three-year Contract amount of \$1,248,689.52, and one, two-year option in the amount of \$1,099,085.08, for a total estimated Contract of \$2,347,774.60; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.

Discussion Item

43. The Department of Audit Services' Quarterly Update was distributed to the Board.
44. The Monthly D/S/M/WBE Expenditure Report was distributed to the Board.
45. The Contract Deductive Change Orders list was distributed to the Board.

FULL BOARD

46. There were no registered speakers.
47. Next Committee meetings – September 5, 2023
Next Regular Board meeting – September 7, 2023