

MINUTES
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
Thursday, March 7, 2024
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, March 7, 2024, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

DeMetris Sampson, Chair	Vincent Hall
Vernon Evans, Vice Chair	Angela Hunt
Ben Leal, Secretary	Mario Quintanilla
Mayor Eric Johnson	Gloria M. Tarpley
Mayor Mattie Parker	Mayor Linda Martin ¹
Henry Borbolla III	

Board Staff in Attendance:

Sean Donohue, Ken Buchanan, Maruchy Cantu, Mohamed Charkas, Chris Poinsette, Paul Puopolo, Elaine Rodriguez, Aaron Muñoz, James W. Baker III

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AGENDA

- A. The invocation was given by Chaplain DD Hayes.
- B. The Pledge of Allegiance was recited.
- C. Announcements
 - Announcement by Chair DeMetris Sampson:
 - Raj Narayanan was recognized for his service to DFW and the board as his tenure on the board had concluded.
 - Announcements by Sean Donohue, CEO:
 - American Airlines recently announced plans to expand their route departing from DFW, including a new service to Brisbane, Australia.
 - On February 15, DFW’s employee resource group, AACTION, held its annual event in observance of Black History Month.
 - DFW was recently awarded as Uber’s 2023 “Experience Obsessed” award.
 - On February 12, DFW hosted an annual partnership and advocacy luncheon to recognize our long-standing partnership with minority chambers of commerce and contractor associations.
 - Michael Youngs, Vice President for Information Technology Services received the DallasCIO Enterprise ORBIE award for organizations over \$1 billion in annual revenue.
 - Maruchy Cantu, Executive Vice President for Administration, Diversity, Equity, and Inclusion, was honored as the HR Executive of the Year for a large company by DallasHR at their 5th annual HRStars Award Gala.

¹ Non-voting representative from the City of Euless

- D. The Financial Report was presented by Chris Poinsatte, EVP Finance and Information Technology.
- E. The Revenue Management and Customer Experience Divisional Update was presented by Ken Buchanan, EVP Revenue Management and Customer Experience.
- F. The minutes of the Regular Board Meeting of February 1, 2024, were approved.

RETIREMENT/INVESTMENT COMMITTEE

Committee Chair Vernon Evans reported that the Committee met on Tuesday, March 5, 2023, at 12:30 p.m. and recommended approval of the following:

1. The minutes of the Retirement/Investment Committee Meeting of December 5, 2023, were approved.

Action Items for Consideration

2. The Airport Board unanimously adopted Resolution 2024-03-048, to enter into an Asset Management Agreement with Strategic Value Partners for their Strategic Value Capital Solutions II, in a commitment amount of \$10 million.
3. The Airport Board unanimously adopted Resolution 2024-03-049, to enter into an Asset Management Agreement with Global Infrastructure Partners for their GIP Fund V, in a commitment amount of \$15 million.
4. The Airport Board unanimously adopted Resolution 2024-03-050, to enter into an Asset Management Agreement with Westfield Capital Management for their U.S. Small Cap Growth equity strategy, in a commitment amount of \$15 million.

OPERATIONS COMMITTEE

Operations Committee Vice Chair Vincent Hall reported that the Committee met on Tuesday, March 5, 2024, at 12:38 p.m. and recommended approval of the following:

5. The minutes of the Operations Committee Meeting of January 30, 2024, were approved.

Consent Items for Consideration

6. The Airport Board unanimously adopted Resolution 2024-03-051, to increase contract no. 7007157, Grounds Maintenance Services, with JBa Land Management LLC, of Dallas, Texas, in an amount not to exceed \$53,775, for a revised contract amount of \$10,296,962.46; and that the Chief Executive Officer or designee be authorized to exercise renewal options at the Airport's discretion.
7. The Airport Board unanimously adopted Resolution 2024-03-052, to issue purchase order no. DFW3046, for Electric Mowers with Turf and Soil Management, LLC, of Alvarado, Texas, in the amount of \$222,642.55.
8. The Airport Board unanimously adopted Resolution 2024-03-053, to enter into an Interlocal Fire Training Agreement between the Airport and the municipalities detailed in the description, and that the Chief Executive Officer or designee be authorized to execute an Interlocal Training Agreement for Aircraft Rescue Fire Fighter Training with these municipalities.

9. The Airport Board unanimously adopted Resolution 2024-03-054, to issue purchase order no. DFW2150, for Ammunition with Proforce Marketing, Inc., dba Proforce Law Enforcement, of Prescott, Arizona, in the amount of \$136,308.
10. The Airport Board unanimously adopted Resolution 2024-03-055, to issue purchase order no. DFW3052, for Rifle-Resistant Body Armor, with Angel Armor, of Fort Collins, Colorado, in the amount of \$154,750.67.

Action Items for Consideration

11. The Airport Board unanimously adopted Resolution 2024-03-056, to increase contract no. 9500722 for Employee Inspection Portals, with J.E. Dunn Construction Company of Dallas, Texas, in an amount not to exceed \$2,500,000, for a revised not to exceed contract amount of \$13,500,000.
12. The Airport Board unanimously adopted Resolution 2024-03-057, to execute contract no. PA1014, for Data Center and Terminal D UPS Replacement, with Critical Electric Systems Group, LLC dba CESG of Plano, Texas, in an amount not to exceed \$2,768,819.67, for the 220-calendar day term of the contract.
13. The Airport Board unanimously adopted Resolution 2024-03-058, to execute contract no. PA1079, for Fire Training Research Center, with Kirila Fire Training Facilities, Inc., of Fowler, Ohio, in an amount not to exceed \$8,250,000, for the 419-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 \$800,000, for a total action amount of \$9,050,000.
14. The Airport Board unanimously adopted Resolution 2024-03-059, to increase contract no. 9500813, Supplemental Electric Central Utilities Plant (ECUP), with Suffolk-3i Joint Venture, of Dallas, Texas, in an amount not to exceed \$11,151,771 for a revised not to exceed contract amount of \$245,474,800; and increase change orders to such contract on an as-needed basis, in the aggregate amount not to exceed \$2,867,529, for a revised change order account of \$21,542,529. Total amount of this action is \$14,019,300.
15. The Airport Board unanimously adopted Resolution 2024-03-060, to execute contract no. PA1173, West Potable Water Pump Station, with Manhattan Construction Company of Farmers Branch, Texas, in an amount not to exceed \$25,980,000 for the 515-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 \$1,000,000, for a total action amount of \$26,980,000.
16. The Airport Board unanimously adopted Resolution 2024-03-061, to increase contract no. 7007168, Enterprise Terminal Mechanical, Electrical, Plumbing and Structural Maintenance with Jones Lang LaSalle Americas, Inc., of Chicago, Illinois, in an amount not to exceed \$13,958,867, for a revised contract amount of \$69,794,336.
17. The Airport Board unanimously adopted Resolution 2024-03-062, to execute contract no. PA1210, for the Supply of Propane Gas, with Northwest Butane Gas Co. dba Northwest Propane Gas Co., of Carrollton, Texas, for the initial two-year term contract amount of \$426,444.40, and the three, one-year options in the amount of \$639,666.60, for a total estimated contract amount of \$1,066,111.00; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.

FINANCE, AUDIT, and IT COMMITTEE

Finance, Audit, and IT Committee Chair Mario Quintanilla reported that the Committee met on Tuesday, March 5, 2024, at 12:48 p.m. and recommended approval of the following:

18. The minutes of the Finance, Audit, and IT Committee Meeting of January 30, 2024, were approved.
19. The Financial Report was presented by Chris Poinsett, EVP Finance and Information Technology.
20. The Fiscal Year 2023 External Audit Results were presented by Aaron Muñoz, Director of Audit Services, and Plante Moran.

Consent Items for Consideration

21. The Airport Board unanimously adopted Resolution 2024-03-063, to execute contract no. PA1334, for Debt Management Software with DebtBook of Morehead, North Carolina, in an amount not to exceed \$140,000, for the five-year term of the contract.
22. The Airport Board unanimously adopted Resolution 2024-03-064, to execute contract no. PA1311, for Businesses Ending Slavery and Trafficking, with Best Alliance of Seattle Washington, for the initial one-year contract amount of \$20,850 and four, one-year options of \$83,400, for a total estimated contract amount of \$104,250; and that Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.
23. The Airport Board unanimously adopted Resolution 2024-03-065, to execute contract no. PA1220, for Commercial Drivers' License Training, with On Track Truck Driving School LLC of Arlington, Texas, for the initial one-year contract amount of \$287,000, and two, one-year options in the amount of \$180,000, for a total estimated contract amount of \$467,000, and that the Chief Executive Office or designee is authorized to exercise the option year at the Airport's discretion.
24. The Airport Board unanimously adopted Resolution 2024-03-066, to increase Legal Services contract no. 8005262 with Kelly Hart & Hallman, LLP of Fort Worth, Texas, in the amount not to exceed \$300,000 for a revised not to exceed the amount of \$2,388,750.
25. The Airport Board unanimously adopted Resolution 2024-03-067, to increase contract no. 7006851, for Cloud Multiuser System Equipment Upgrade, with ARINC, Incorporated, a part of Collins Aerospace, of Annapolis, Maryland, in an amount not to exceed \$81,000, for a revised Contract amount of \$3,753,847.13.
26. The Airport Board unanimously adopted Resolution 2024-03-068, to issue purchase order no. DFW2901, for Building Control System Software Enhancements, with Carahsoft Technology Corp., of Reston, Virginia, in the amount of \$103,342.59.
27. The Airport Board unanimously adopted Resolution 2024-03-069, to increase contract no. 7006788, for Smart Restroom Technology, with Infax, Inc., of Alpharetta, Georgia, in an amount not to exceed \$212,444.00, for a revised amount not to exceed Contract amount of \$5,198,426.21.

28. The Airport Board unanimously adopted Resolution 2024-03-070, to increase contract no. 7006366, Credit Card Payment Processing Gateway Services with Windcave, Inc., of Los Angeles, California, in an amount not to exceed \$126,000 for a revised not to exceed contract amount of \$1,163,000.
29. The Airport Board unanimously adopted Resolution 2024-03-071, to execute contract no. PA1345, for Parking Control System Readers Maintenance & Remote Technical Support with Neology, Inc., of Carlsbad, California, in an amount not to exceed \$397,930.28, for the three-year term of the contract.
30. The Airport Board unanimously adopted Resolution 2024-03-072, to increase contract no. 8005314, for Enhanced Call Center System, with Voxai Solutions, Inc., of Coppell, Texas, in an amount not to exceed \$475,711.00, for a revised not to exceed contract amount of \$5,343,103.05.

Action Items for Consideration

31. The Airport Board unanimously adopted Resolution 2024-03-073, to execute a Reimbursement Agreement with American Airlines, Inc. (AA) for the Construction of Support Spaces Enabling the CTA Redevelopment Program in an amount not to exceed \$1,743,750.
32. The Airport Board unanimously adopted Resolution 2024-03-074, to increase and extend contract no. 8005227, for Advertising & Marketing Services with Alpha Business Images, LLC, of Dallas, Texas, in an amount not to exceed \$5,500,000, for a revised not to exceed contract amount of \$20,000,000.
33. The Airport Board unanimously adopted Resolution 2024-03-075, to increase contract no. 7007276, for Temporary Staffing Services with, AllTex Staffing & Consulting LLC dba Abba Staffing, of Bedford, Texas, in the amount not to exceed \$4,500,000, for a revised amount not to exceed contract amount of \$14,625,000.
34. The Airport Board unanimously adopted Resolution 2024-03-076, to execute contract no. PA1333 for the Security System Command and Control System, with KapLogic Corporation of Centennial, Colorado, for the initial one-year contract amount of \$176,332.65, and four, one-year options in the amount of \$798,016.11, for a total estimated contract amount of \$974,348.11; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.
35. The Airport Board unanimously adopted Resolution 2024-03-077, to execute contract no, PA1343 for Baggage Reconciliation System Hardware & Software Support with Brock Solutions, Inc., of Irving, Texas, in an amount not to exceed \$1,026,695, for the five-year term of the contract.
36. The Airport Board unanimously adopted Resolution 2024-03-078, to increase contract no. 7006392, for Cellular and Data Services, with AT&T Mobility National Accounts, LLC, of Atlanta, Georgia, in an amount not to exceed \$1,033,819.00, for a revised not to exceed contract amount of \$4,587,285.52.

37. The Airport Board unanimously adopted Resolution 2024-03-079, to execute contract no. PA1183, for Matterport Enterprise Cloud Subscription with Matterport, Inc., of Sunnyvale, California, for the initial one-year contract amount of \$200,155.79, and four, one-year options in the amount of \$992,699.21, for a total estimated contract amount of \$1,192,855.00; 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 2024-03-080, to execute contract no. PA1293, for Cybersecurity-Operational Technology, with SHI Government Solutions of Austin, Texas, for the initial one-year contract amount of \$329,321.20, and four, one-year options in the amount of \$1,317,284.80 for a total estimated contract amount of \$1,646,606; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.
39. The Airport Board unanimously adopted Resolution 2024-03-081, to execute contract no. PA1342, for Microsoft Premier Support Services, with Microsoft Corporation of Redmond, Washington, for the initial one-year contract amount of \$528,858.76, and two, one-year options in the amount of \$1,221,663.74, for a total estimated contract amount of \$1,750,522.50; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.
40. The Airport Board unanimously adopted Resolution 2024-03-082, to execute contract no. PA1266 for Public Address / Voice Evacuation System, with Ford Audio-Video Systems, LLC, of Irving, Texas, for the initial one-year contract amount of \$1,473,596, and four, one-year options in the amount of \$2,530,250 for a total estimated contract of \$4,003,846; and that the Chief Executive Office or designee is authorized to exercise option years at the Airport's discretion.
41. The Airport Board unanimously adopted Resolution 2024-03-083, to increase and extend contract no. 8005399, for Digital Twin Platform, with Willow Technologies, LLC, of New York, New York, in an amount not to exceed \$6,000,000, for a revised not to exceed contract amount of \$10,648,514.

Discussion Item

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

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

Concessions/Commercial Development Committee Chair Ben Leal reported that the Committee met on Tuesday, March 5, 2024, at 1:22 p.m. and recommended approval of the following:

43. The minutes of the Concessions/Commercial Development Committee Meeting of January 30, 2024, were approved.

Action Items for Consideration

44. The Airport Board unanimously adopted Resolution 2024-03-084, to recommend that the City Councils of Dallas and Fort Worth convey +/- 5.528 acres of perpetual easement to Oncor Electric Delivery Company LLC for the expansion of an existing substation and to execute a lease amendment with American Airlines, Inc.

FULL BOARD

OPEN SESSION

- 45. Registered Speakers
None
- 46. Next Committee meetings – April 2, 2024
Next Regular Board meeting – April 4, 2024