

MINUTES
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
Thursday, September 5, 2024
8:32 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, September 5, 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 Wes Mays ²
Joel Burns	

Board Staff in Attendance:

Sean Donohue, Ken Buchanan, Maruchy Cantu, Mohamed Charkas, Chris McLaughlin, Chris Poinatte, 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
 - Announcements by Chair DeMetris Sampson:
 - Chair Sampson announced that Coppell Mayor Wes Mays joined the board as the non-voting representative of the board.
 - Announcements by Sean Donohue, CEO:
 - It was announced that DFW's busiest month this year was July with 22 days of breaking last year's record of 281,339 passengers and that on July 20, 295,702 passengers traveled through the airport.
 - On Wednesday, August 29, DFW held an official wall-breaking event to usher in the construction of the airport renovation of Terminal C.
- D. The Financial Report was presented by Chris Poinatte, EVP Finance and Information Technology.
- E. The 5-year Financial Plan was presented by Chris Poinatte, EVP Finance and Information Technology.
- F. The minutes of the Regular Board Meeting of August 1, 2024, were approved.

² Non-voting representative from the City of Coppell

RETIREMENT/INVESTMENT COMMITTEE

Committee Chair Vernon Evans reported that the Committee met on Tuesday, September 3, 2024, at 12:30 p.m. and recommended approval of the following:

1. The minutes of the Retirement/Investment Committee Meeting of July 30, 2024, were approved.
2. The External Audit of the Pensions Plans were presented by Ali Hijazi and Ashely Raden from Plante Moran.
3. The quarterly investment report was presented by Tony Kay from Mariner Consulting.

Action Item for Consideration

4. The Airport Board unanimously adopted Resolution 2024-09-207, to enter into an Asset Management Agreement with Sabal Investment Holdings for the Strategic Opportunities Fund II in the amount of \$10 million; and that the Chief Executive Officer or designee is authorized to execute said agreement.
5. The Airport Board unanimously adopted Resolution 2024-09-208, to terminate the Asset Management Agreement with Westwood Investment Management; and that the Chief Executive Officer or designee is authorized to execute said termination.

OPERATIONS COMMITTEE

Operations Committee Chair Joel Burns reported that the Committee met on Tuesday, September 3, 2024, at 1:00 p.m. and recommended approval of the following:

6. The minutes of the Operations Committee Meeting of July 30, 2024, were approved.

Consent Items for Consideration

7. The Airport Board unanimously adopted Resolution 2024-09-209, to ratify contract no. PA1447, Hyatt Regency Hot Water Pipe Repair with Reyes TX, Inc., of Grand Prairie, Texas, in an amount not to exceed \$350,000 for the 117 calendar-day term of the contract, with a start date of June 6, 2024; and that the Chief Executive Officer or designee is authorized to execute said contract.
8. The Airport Board unanimously adopted Resolution 2024-09-210, to issue purchase order no. DFW5594, for Repairs of Passenger Boarding Bridges, with Elite Line Services, Inc., of Carrollton, Texas, in an amount not to exceed \$50,858.38, with a purchase date of August 2024; and that the Chief Executive Officer or designee is authorized to execute said purchase order.
9. The Airport Board unanimously adopted Resolution 2024-09-211, to ratify the increase for contract no. 7006733, for Portable Toilet & Cleaning Services, with United Site Services of Texas, Inc., of Dallas, Texas, in an amount not to exceed \$337,501.44, for a revised not to exceed contract amount of \$612,501.44 and that the Chief Executive Officer or designee is authorized to execute said contract.

Action Items for Consideration

10. The Airport Board unanimously adopted Resolution 2024-09-212, to execute contract no. PA1314 for Estimating Infrastructure and Development Platform with Contruent LLC, of Naperville, Illinois, in an amount not to exceed \$1,076,425, for the five-year term of the contract, with a start date of September 2024; and the Chief Executive Officer or designee is authorized to execute said contract.
11. The Airport Board unanimously adopted Resolution 2024-09-213, to increase and extend contract no. 7006758, for Concrete Washout Container Services, with American Concrete Washouts, Inc., of Folsom, California, in an amount not to exceed \$160,000, for a revised not to exceed contract amount of \$1,351,796.50, with a revised contract completion date of October 18, 2024; and that the Chief Executive Officer or designee is authorized to execute said contract.
12. The Airport Board unanimously adopted Resolution 2024-09-214, to execute contract no. PA1313, for Concrete Washout Container Services, with American Concrete Washouts, Inc of Sacramento, California, for the initial two-year contract amount of \$1,174,400, and three, one-year options in the amount of \$1,943,705.40, for a total estimated contract amount of \$3,118,105.40, with a start date of September 2024; and that the Chief Executive Office or designee is authorized to exercise options years at the Airport's discretion and execute said contract.
13. The Airport Board unanimously adopted Resolution 2024-09-215, to execute contract no. PA1073, for West 21st Street Repairs, with Archer Western Construction, LLC, of Irving, Texas, in an amount not to exceed \$3,431,073, for the 330 calendar-day term of the contract; with a start date of September 2024; and execute change orders to such contract on an as-needed basis, in the aggregate amount not to exceed \$100,000, for a total action amount of \$3,531,073; and that the Chief Executive Officer or designee is authorized to execute said contract.
14. The Airport Board unanimously adopted Resolution 2024-09-216, to execute contract no. PA1094, for the Material Testing Lab, with Satterfield and Pontikes Construction, Inc., of Dallas, Texas, in an amount not to exceed \$5,044,983, for the 270 calendar-day term of the contract with an estimated start date of September 2024; and that the Chief Executive Officer or designee is authorized to execute said contract.
15. The Airport Board unanimously adopted Resolution 2024-09-217, to increase contract no. 9500753, Recapitalization of Terminals A, B & C, with FS360, LLC, of McKinney, Texas, in an amount not to exceed \$8,400,000, for a revised not to exceed contract amount of \$21,101,067.82; and that the Chief Executive Officer or designee is authorized to execute said contract. The contract will be extended by 694 calendar days for a final completion date of September 1, 2026.
16. The Airport Board unanimously adopted Resolution 2024-09-218, to execute contract no. PA1428, for Chevrolet OEM Parts and Repairs, with Five Star Chevrolet, LLC of Carrollton, Texas, for a three-year contract amount of \$967,760, with a start date of September 2024; and that the Chief Executive Officer or designee be authorized to execute said contract.

17. The Airport Board unanimously adopted Resolution 2024-09-219, to issue purchase order no. DFW5629, for Mobile Command Post with Siddons Martin Emergency Group, LLC, of Denton, Texas, in the amount of \$1,997,371, with a purchase date of September 2024; and that the Chief Executive Officer or designee is authorized to execute said purchase order.

FINANCE, AUDIT, and IT COMMITTEE

Finance, Audit, and IT Committee Chair Mario Quintanilla reported that the Committee met on Tuesday, September 3, 2024, at 1:12 p.m. and recommended approval of the following:

18. The minutes of the Finance, Audit, and IT Committee Meeting of July 30, 2024, were approved.
19. The Financial Report was presented by Abel Palacios, VP Finance.

Consent Items for Consideration

20. The Airport Board unanimously adopted Resolution 2024-09-220, to participate in a agreement with Local Government Investment Cooperative (LOGIC) Trust.
21. The Airport Board unanimously adopted Resolution 2024-09-221, to execute a bill of sale to sell cargo refrigeration equipment to ALX Cargo Center IAH LLC, dba dnata Cargo USA, for a purchase price of \$277,000; and that the Chief Executive Officer or designee is authorized to execute said sale. The equipment has been leased since October 2017.
22. The Airport Board unanimously adopted Resolution 2024-09-222, to increase contract no. 8005486 for Legal Services with Munck Wilson Mandala in the amount of \$75,000 for a new not to exceed amount of \$123,000; and that the Chief Executive Officer or designee is authorized to execute said contract.
23. The Airport Board unanimously adopted Resolution 2024-09-223, to increase contract no. 8005115 for Legal Services with Milby LLC, Dallas, Texas, in an amount not to exceed \$150,000 for a revised not to exceed contract amount of \$1,093,490; and that the Chief Executive Officer or designee is authorized to execute said contract.
24. The Airport Board unanimously adopted Resolution 2024-09-224, to procure and bind coverage for Environmental Pollution Liability Insurance with Great American Insurance Company, in the amount of \$83,960 for a one-year policy term effective October 1, 2024, and that the Chief Executive Officer or designee is authorized to execute said policy.
25. The Airport Board unanimously adopted Resolution 2024-09-225, to procure and bind Airport Public Officials Liability (Board) Insurance with Liberty Mutual Insurance Company, in the amount of \$129,525 for a one-year policy term effective October 1, 2024, and that the Chief Executive Officer or designee is authorized to execute said policy.
26. The Airport Board unanimously adopted Resolution 2024-09-226, to renew coverage for Auto Liability Insurance with the Texas Municipal League Intergovernmental Risk Pool, in the amount of \$75,000, for a one-year policy term effective October 1, 2024, and that the Chief Executive Office or designee is authorized to execute said contract.

27. The Airport Board unanimously adopted Resolution 2024-09-227, to increase and extend contract no. 8004898, for Physical and Vaccination Services, with Occupational Health Centers of the Southwest, P.A. DBA Concentra Medical Centers, of Addison, Texas, in an amount not to exceed \$10,000, for a revised not to exceed contract amount of \$59,999, with a revised contract completion date of December 2024; and that the Chief Executive Officer or designee is authorized to execute said contract.
28. The Airport Board unanimously adopted Resolution 2024-09-228, to ratify purchase order no. DFW5660 for Mosquito Fogging with Orkin Commercial Services of Carrollton, Texas, in the amount of \$230,000; with a purchase date of August 2024; and that the Chief Executive Officer or designee is authorized to execute said purchase order.
29. The Airport Board unanimously adopted Resolution 2024-09-229, to execute contract no. PA1437, for Employee Assistance Program, with Deer Oaks EAP Services, of San Antonio, Texas, for the initial three-year contract amount of \$139,392, and two, one-year options in the amount of \$92,928, for a total estimated contract amount of \$232,320, with a start date of January 2025; and that the Chief Executive Office or designee is authorized to exercise options years at the Airport's discretion and execute said contract.
30. The Airport Board unanimously adopted Resolution 2024-09-230, to increase and extend contract no. 8005224, for Onsite Medical Clinic Services, with Concentra Health Services, Inc., of Addison, Texas, in an amount not to exceed \$120,000, for a revised not to exceed contract amount of \$2,484,840, with revised contract completion date of October 31, 2024; and that the Chief Executive Officer or designee is authorized to execute said contract.
31. The Airport Board unanimously adopted Resolution 2024-09-231, to execute contract no. PA1376 for Professional Development Training Services with Turnkey Coaching Solutions of Houston, Texas, for the initial one-year contract amount of \$58,000 and three additional one-year options in the amount of \$174,000, for a total estimated contract amount of \$232,000 with a start date of October 2024; and that the Chief Executive Office or designee is authorized to exercise options years at the Airport's discretion and execute said contract.
32. The Airport Board unanimously adopted Resolution 2024-09-232, to execute contract no. PA1496, for Inventory Management Software System, with Information & Computing Services, Inc., dba RFSmart, of Jacksonville, Florida, in amount not to exceed \$333,952, for the five-year term of the contract, with a start date of September 2024; and that the Chief Executive Officer or designee is authorized to execute said contract.
33. The Airport Board unanimously adopted Resolution 2024-09-234, to increase contract no. 7007046 for Axon Taser Camera and Evidence System, with Axon Enterprise, Inc., of Scottsdale, Arizona, in an amount not to exceed \$102,492.60, for a revised not to exceed contract amount of \$3,286,417.65; and that the Chief Executive Officer or designee is authorized to execute said contract.
34. The Airport Board unanimously adopted Resolution 2024-09-235, to increase contract no. 7006494 for CCTV Software with Qognify Inc. (Part of Hexagon) of Woodcliff Lake, New Jersey, in an amount not to exceed \$174,100.43, for a revised not to exceed contract amount of \$2,585,069.79; and that the Chief Executive Officer or designee is authorized to execute said contract.

Action Items for Consideration

35. The Airport Board unanimously adopted Resolution 2024-09-236, approving the Fiscal Year 2025 Public Facility Improvement Corporation Budget.
36. The Airport Board unanimously adopted Resolution 2024-09-237, to contribute up to \$10 million to the DFW Retirement Plans based on FY2024 actual financial results of the Operating Revenue and Expense Fund.
37. The Airport Board unanimously adopted Resolution 2024-09-238, to approve the specific audits and activities listed in the attached FY 2025 Annual Audit Plan, as well as any audits, projects, and investigations that are not specifically listed but are included in the category descriptions (e.g., Ethics Matters, Board of Directors Consulting, Management Consulting and Additional Projects).
38. The Airport Board unanimously adopted Resolution 2024-09-239, to bind and procure Airport Owners and Operators General Liability Insurance with Chubb Insurance Company, effective October 1, 2024, in the amount of \$615,976 for a 2-year term and that the Chief Executive Officer or designee is authorized to execute said contract.
39. The Airport Board unanimously adopted Resolution 2024-09-240, to execute contract no. PA1433 for Pension Actuarial Services with Rudd and Wisdom, Inc. of Austin, Texas, for the initial three-year contract amount of \$599,625, and two, one-year options in the amount of \$443,600, for a total estimated contract amount of \$1,043,225, with a start date of October 2024; and the Chief Executive Officer or designee is authorized to exercise options year at the Airport's discretion and execute said contract.
40. The Airport Board unanimously adopted Resolution 2024-09-241, to execute contract no. PA1397, for DevSecOps Platform Protection, with TechnoSphere, Inc. of New York City, New York, for the initial one-year contract amount of \$141,486.25, and four, one-year options in the amount of \$578,806.10, for a total estimated contract amount of \$720,292.35, with a start date of September 2024; and that the Chief Executive Office or designee is authorized to exercise options years at the Airport's discretion and execute said contract.
41. The Airport Board unanimously adopted Resolution 2024-09-242, to execute contract no. PA1352, for Closed Circuit Television Hardware Maintenance and Support Services, with M.C. Dean, Inc. of Fairfax, Virginia, for the initial one-year contract amount of \$3,483,803.59, and four, one-year options in the amount of \$14,149,562.66, for a total estimated contract amount of \$17,633,366.25, with a start date of September 2024; and that the Chief Executive Office or designee is authorized to exercise options years at the Airport's discretion and execute said contract.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

Concessions/Commercial Development Vice Chair Vernon Evans reported that the Committee met on Tuesday, September 3, 2024, at 1:33 p.m. and recommended approval of the following:

42. The minutes of the Concessions/Commercial Development Meeting of July 30, 2024, were approved.

Consent Items for Consideration

43. The Airport Board unanimously adopted Resolution 2024-09-243, to amend Lease Number 008571 dba Cantina Laredo.
44. The Airport Board unanimously adopted Resolution 2024-09-244, to execute contract no. PA1504, for Volunteer Management Tracking Software, with SHI Government Solutions, Inc of Austin, Texas, for the initial two-year contract amount of \$76,065, and three one-year renewal year options in the amount of \$118,935, for a total estimated contract amount of \$195,000, with a start date of September 2024; and that the Chief Executive Office or designee is authorized to exercise options years at the Airport's discretion and execute said contract.

Action Items for Consideration

45. The Airport Board unanimously adopted Resolution 2024-09-245, to enter into a Lease Agreement with Premium Port Dallas Fort Worth LLC dba Premium Port Other Airline Lounge; and that the Chief Executive Officer or designee is authorized to execute said lease.
46. The Airport Board unanimously adopted Resolution 2024-09-246, to enter into a Lease Agreement with Trip Hospitality Dallas, LLC dba Capital One Lounge.
47. The Airport Board unanimously adopted Resolution 2024-09-247, to execute contract no. PA1436, for Restroom Paper Supply Products, with Torrez Paper Company of Dallas, Texas, for the initial two-year contract amount of \$7,012,000, and three, one-year options in the amount of \$10,518,000, for a total estimated contract of \$17,530,000 with a start date of September 2024; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion and execute said contract.

CLOSED SESSION

A closed session was held in accordance with provisions of Section 551.071 of the Texas Government Code, a closed session will be 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) Items 48 and 49 as noticed on the September 5, 2024 Board Agenda

FULL BOARD

48. The Airport Board voted 9 to 1 to adopt Resolution 2024-09-248, to execute contract no. PA1319, for Terminal A Custodial Services, with Diverse Facility Solutions Global of Irving, Texas, for the initial three-year contract amount of \$36,495,972.19, and two, one-year options in the amount of \$27,077,814.05, for a total estimated contract amount of \$63,573,095.60, with a start date of October 2024; and the Chief Executive Officer or designee is authorized to execute said contract. Each renewal option will be brought back to the Board for approval. Board member Angela Hunt opposed the resolution.

49. The Airport Board voted 9 to 1 to adopt Resolution 2024-09-249, to execute contract no. PA1320, for Terminal C Custodial Services, with Marsden South, LLC of Houston, Texas, for the initial three-year contract amount of \$33,564,910.36, and four, one-year options in the amount of \$51,768,724.64, for a total estimated contract amount of \$86,133,635, with a start date of November 2024; and that the Chief Executive Officer or designee be authorized to execute said contract. Each renewal option will be brought back to the Board for approval. Board member Angela Hunt opposed the resolution.

OPEN SESSION

50. Registered Speakers

None

51. Next Committee meetings – October 1, 2024
Next Regular Board meeting – October 3, 2024