

12/30/2015 CSO 2:06 PM

NOTICE IS HEREBY GIVEN OF THE DALLAS-FORT WORTH INTERNATIONAL AIRPORT REGULAR BOARD MEETING SCHEDULED FOR THURSDAY, JANUARY 7, 2016, AT 8:30 A.M., IN THE BOARD ROOM OF THE DFW AIRPORT HEADQUARTERS BUILDING LOCATED AT 2400 AVIATION DRIVE, DFW INTERNATIONAL AIRPORT.

THIS MEETING LOCATION IS ACCESSIBLE. REQUESTS FOR ACCOMMODATIONS OR INTERPRETIVE SERVICES MUST BE MADE 48 HOURS PRIOR TO THIS MEETING BY CONTACTING KRISTY ANDERSON AT 972-973-5752, FAX 972-973-5556, OR T.D. 1-800-RELAY-TX (1-800-735-2989) FOR INFORMATION OR ASSISTANCE.

Consent Agenda – all items under this heading are a part of the Consent Agenda and require little or no deliberation by the Board. Approval of the Consent Agenda authorizes the Chief Executive Officer or his designee to implement each item in accordance with staff recommendation.

A closed executive session may be held with respect to a posted agenda item if the discussion concerns one of the following:

1. Contemplated or pending litigation or matters where legal advice is requested of the Board's Legal Counsel. Texas Government Code Section 551.071.
2. Personnel matters involving discussions of the qualifications or performance of identifiable individuals already employed or being considered for employment by the Board. Texas Government Code Section 551.074.
3. The deployment, or specific occasions for implementation, of security personnel or devices. Texas Government Code Section 551.076.
4. Discussion concerning sale or lease of real property, or negotiated contracts for donations to the Board, when such discussions would have a detrimental effect on the negotiating position of the Board. Texas Government Code Section 551.072.

AGENDA

- A. Invocation – Chaplain “DD” Hayes
- B. Pledge of Allegiance
- C. Announcements
- D. Approve Minutes of the Regular Board Meeting of December 3, 2015
- E. Air Service Highlights – John Ackerman
- F. Financial Report – Chris Poinatte

RETIREMENT/INVESTMENT COMMITTEE

1. Approve Minutes of the Retirement/Investment Committee Meeting of October 27, 2015.

Action Item for Consideration

2. Approve execution of the required document to invest DFW retirement funds in Constitution Capital Partners Ironsides IV Private Equity Fund, in an amount not to exceed \$15 million.

OPERATIONS COMMITTEE

3. Approve Minutes of the Operations Committee Meeting of December 1, 2015.

Consent Items for Consideration

4. Approve execution of a deductive Change Order to Supplemental Agreement No. 12, Contract No. 9500406, Terminal Renewal and Improvement Program, Terminal B Phase 2, with Manhattan/Byrne/JRT/3i, a joint venture, of Dallas, Texas, in a deductive amount not less than (\$2,003,742.13), for a revised Contract amount not to exceed \$93,257,472.70.
5. Approve execution of a deductive Change Order to Contract 9500522, Rehabilitate Landside Erosion Control with Gilbert May Inc., dba Phillips/May Corporation, of Dallas, Texas, in a deductive amount not to exceed (\$69,144.35), for a revised Contract amount not to exceed \$1,025,059.90.
6. Approve execution of a deductive Change Order to Contract No. 9500550, Expansion Joint Replacement Rental Car Center, with Chamberlin Dallas, LLC, of Dallas, Texas, in a deductive amount not less than (\$54,665.00), for a revised Contract amount not to exceed \$935,056.25.
7. Approve execution of a Change Order to Contract No. 9500482, Rehabilitate Airfield Pavements FY14, with EAS Contracting, LP, of Princeton, Texas, in an amount not to exceed \$224,820.00, for a revised Contract amount not to exceed \$14,504,488.35.
8. Approve execution of Contract No. 7006287, for Rapid Setting Concrete Mix, with HD Supply White Cap, of Irving, Texas, in an amount not to exceed \$102,450.00, for the one-year term of the Contract.

Action Items for Consideration

9. Approve execution of Contract No. 7006263, for Skylink Facilities Maintenance at Terminals A and C, with ERMV IV, LP, of Haltom City, Texas, in an amount not to exceed \$4,574,767.00, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.

10. Approve execution of Contract No. 9500548, DPS Indoor Range Lead Exposure Prevention/Climate Control System Replacement, with Gilbert May Inc., dba Phillips/May Corporation, of Dallas, Texas, in an amount not to exceed \$689,333.00.

Terminal Renewal and Improvement Program Action Items for Consideration

11. Approve execution of a Contract Modification to Supplemental Agreement No. 10, Contract No. 9500421, Terminal Renewal and Improvement Program-Contract Busing Service, with Balfour/Azteca/Russell/CARCON, a joint venture, of Dallas, Texas, in an amount not to exceed \$329,421.00, for a revised Contract amount not to exceed \$2,542,682.00; and execution of a Contract Modification to Supplemental Agreement No. 18, Contract No. 9500406, Terminal Renewal and Improvement Program-Contract Busing Service, with Manhattan/Byrne/JRT/3i, a Joint Venture, of Dallas, Texas, in amount not to exceed \$1,250,060.00, for a revised Contract amount not to exceed \$4,649,768.00, to provide funding for TRIP Busing Services for 2016. Total amount of action is \$1,579,481.00.
12. Approve execution of a Contract Modification to Contract No. 9500406, with Manhattan/Byrne/JRT/3i, a Joint Venture, in an amount not to exceed \$1,200,000.00, for a revised Contract amount not to exceed \$13,328,872.00, and Contract No. 9500421, with Balfour/Azteca/Russell/CARCON, a joint venture, in an amount not to exceed \$1,100,000.00, for a revised Contract amount not to exceed \$12,251,200.00, for Construction Manager-At-Risk Services. Total amount of action is \$2,300,000.00.
13. Approve execution of a Contract Modification for additional incremental work under Supplemental Agreement No. 13, Contract No. 9500406, Terminal Renewal and Improvement Program - Terminal B Phase 3, with Manhattan/Byrne/JRT/3i, a Joint Venture, of Dallas, Texas, in an amount not to exceed \$86,368,460.00, for a revised Contract amount not to exceed \$109,866,377.00.

Discussion Items

14. Construction and Professional Services Contract Increase(s) approved by Authorized Staff.
15. Decrease(s)/increase(s) in Scope of Work approved by Authorized Staff.

FINANCE/AUDIT COMMITTEE

16. Approve Minutes of the Finance/Audit Committee Meeting of December 1, 2015.
17. Financial Report.

Action Items for Consideration

18. Approve the ratification of payments made to Worthy International Travel, of London, United Kingdom, for the June 2015 Europe Mission Trip, in the amount of \$161,000.00.

19. Approve an agreement with Airports Council International - North America for the 2017 Annual Conference in Fort Worth, Texas, in an amount not to exceed \$150,000.00, and authorize the expenditure of funds associated with hosting the conference in an amount not to exceed \$200,000.00. Total amount of action is \$350,000.00.
20. Approve execution of Contract No. 8005043, for Visual Communications Content Management Licenses (Software), with Four Winds Interactive LLC, of Denver, Colorado, in an amount not to exceed \$550,000.00, for the initial three-year term of the Contract, with options to renew for two additional one-year periods.
21. Approve an increase to Contract No. 7006061, for Terminal In-Building Distributed Antenna System for Trunked Radio, with Dali Wireless, Inc., of Menlo Park, California, in an amount not to exceed \$1,082,851.50, for a revised Contract amount not to exceed \$5,560,222.61.
22. Approve the ratification of payments made to Amazon.com during FY 2015 in the amount of \$54,848.47 and approve expenditures, on an as needed basis, in an amount not to exceed \$80,000.00 for FY 2016.
23. Approve the ratification of non-warehouse payments made to W.W. Grainger Inc., of Dallas, Texas, in FY 2015 in the amount of \$80,269.93 and approve expenditures, on an as needed basis, in an amount not to exceed \$80,000.00 for FY 2016.
24. Approve the ratification of payments made to the Corporate Executive Board during FY 2015 in the amount of \$72,650.00 and approve expenditures, on an as needed basis, in an amount not to exceed \$100,000.00 for FY 2016.
25. Approve the ratification of payments made to the Hyatt Regency DFW during FY 2015 in the amount of \$191,433.15 and approve expenditures, on an as needed basis, in an amount not to exceed \$250,000.00 for FY 2016.

Discussion Items

26. Monthly D/S/M/WBE Expenditure Report.
27. Purchase Orders/Contracts and Professional Services Contracts approved by Authorized Staff.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

28. Approve Minutes of the Concessions/Commercial Development Meeting of December 1, 2015.

Consent Items for Consideration

29. Approve extension of the Clear Channel Airports Operating Agreement No. 238850 (main contract) and Visitor Information Centers Agreement No. 239002 through April 30, 2016.

30. Approve authorization to revise the awarded location of Lease Agreement 008676 with Dickey's DFW Terminal D JV, LLC dba Dickey's Barbecue.
31. Approve authorization to change Lease Number 238979 with DFW International Airport Restaurant JV#2 dba Pappadeaux Seafood Kitchen.
32. Approve authorization to revise the ownership entity and location of Lease Agreement 009321 with MBC/CI Joint Venture dba Drew Pearson's Sports 88 Grill

Action Items for Consideration

33. Approve authorization to amend Concession Leases to add storage locations to current Concessionaire Lease Agreements.
34. Approve execution of a Lease Agreement with D&B Mitchell Group, LLC dba Banh Shop and the Dallas/Fort Worth International Airport Board.
35. Approve execution of a Lease Agreement between The Grove, Inc. dba Dunkin Donuts and the Dallas/Fort Worth International Airport Board.
36. Approve execution of a Lease Agreement between HBF M2 Concepts JV, LLC dba Chick-Fil-A and the Dallas/Fort Worth International Airport Board.

Discussion Items

37. Permits Issued by Concessions.
38. Commercial Development Short-Term Permit.

FULL BOARD

Discussion Items

39. Registered Speakers (item unrelated to agenda items).
40. Next Committee meetings – February 2, 2016
Next Regular Board meeting – February 4, 2016

STATE OF TEXAS §

COUNTY OF DALLAS §

COUNTY OF TARRANT §

I, Kristy L. Anderson, Board Staff Secretary to the Board of the Dallas-Fort Worth International Airport Board, do hereby certify that the foregoing is a true and correct copy of the Notice of the Regular Board meeting scheduled for 8:30 a.m., Thursday, January 7, 2016.

WITNESS MY HAND AND SEAL OF THE DALLAS-FORT WORTH INTERNATIONAL AIRPORT BOARD, this 30th day of December, 2015.



A handwritten signature in black ink, consisting of a large, stylized initial 'K' followed by a long, sweeping horizontal line that tapers to the right.

Kristy L. Anderson
Board Staff Secretary