

- NOTICE -
DALLAS FORT WORTH INTERNATIONAL AIRPORT
BOARD OF DIRECTORS
COMMITTEE MEETINGS TUESDAY, DECEMBER 4, 2018

Operations Committee: 2:45 p.m.
Finance/Audit Committee: 2:55 p.m.
Concessions/Commercial Development Committee: 3:05 p.m.
Executive Compensation Committee: 3:20 p.m.

AGENDA
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
DECEMBER 6, 2018
8:30 a.m.

MEETING PLACE
2400 AVIATION DRIVE
BOARD ROOM – DFW AIRPORT HEADQUARTERS BUILDING
DFW AIRPORT, TX 75261

THIS MEETING LOCATION IS ACCESSIBLE. REQUESTS FOR ACCOMMODATIONS OR INTERPRETIVE SERVICES MUST BE MADE 48 HOURS PRIOR TO THIS MEETING BY CONTACTING DONNA SCHNELL AT 972-973-5752, FAX 972-973-4651, OR T.D. 1-800-RELAY-TX (1-800-735-2989) FOR INFORMATION OR ASSISTANCE. ADDITIONAL SEATING IS AVAILABLE IN THE MULTI-PURPOSE ROOM 1B1002T ACROSS FROM THE BOARD ROOM.

FOR DFW AIRPORT BOARD MEETING INFORMATION OR TO REGISTER TO SPEAK AT A BOARD MEETING, PLEASE EMAIL THE BOARD SECRETARY OR CALL 972 973-5752 BY 5 P.M. THE DAY BEFORE THE MEETING.

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. 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.
3. 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.
4. The deployment, or specific occasions for implementation, of security personnel or devices. Texas Government Code Section 551.076.

AGENDA

- A. Invocation – Chaplain DD Hayes
- B. Pledge of Allegiance
- C. Announcements
- D. Election of Vice Chair
- E. Approve Minutes of the Regular Board Meeting of November 8, 2018
- F. Air Service Highlights – Milton De La Paz
- G. Financial Report – Chris Poinsatte
- H. FY2018 Year End Review – Sean Donohue

OPERATIONS COMMITTEE

1. Approve Minutes of the Operations Committee Meeting of November 6, 2018.

Consent Items for Consideration

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| A. Black | 2. Approve ratification of Purchase Order No. 275457, for Repairs to the Fire Training System, to KFT Fire Trainer, LLC, of Montvale, New Jersey, in the amount of \$70,928.57. |
| | 3. Approve increase to Contract No. 8005160, for Access Control Management System Consulting Services, with MYAR Lonestar Solutions LLC, of Plano, Texas, in an amount not to exceed \$130,000.00, for a revised Contract amount of \$1,531,903.19. |
| R. Hodapp | 4. Approve an increase to Contract No. 9500547, Rehabilitate East & West Potable Water Storage Tanks, with CFG Industries, LLC, of Magnolia, Texas, in an amount not to exceed \$64,029.87, for a revised Contract amount of \$5,444,023.43. |

Action Items for Consideration

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| A. Frith | 5. Approve execution of Contract No. 8500336, Professional Services for Signage Design and Planning, with H. W. Lochner, Inc., of Dallas, Texas, in an amount not to exceed \$6,000,000.00, for the initial three-year term of the Contract. |
| R. Hodapp | 6. Approve an increase to Reimbursement Agreement No. 5000844, with the Federal Aviation Administration, Southwest Region, in an amount not to exceed \$273,300.00 for a revised Contract amount of \$1,878,738.53. |
| | 7. Approve execution of Reimbursable Agreements No. 5000976, for Northeast End Around Taxiway Package II and III Projects, with the Federal Aviation Administration, Southwest Region, in an amount not to exceed \$1,147,087.50, for the initial 5-year term of the contract. |
| | 8. Approve execution of Contract No. 9500618, Integrated Operations Center - Construction Manager at Risk (CMAR), with Holder/Source, of Addison, Texas, in an amount not to exceed \$1,180,000.00. |
| | 9. Approve execution of Contract No. 9500632, Terminal A Flyover and TRIP Bridge Retro, with EJ Smith Construction Company, LLC, of DeSoto, Texas, in an amount not to exceed \$1,256,692.23, for the initial 140 calendar day term of the Contract. |
| | 10. Approve execution of Contract No. 9500647, Terminal D South Expansion - Construction Manager at Risk (CMAR), with APR Aviation Partners, of Irving, Texas, in an amount not to exceed \$4,800,000.00. |

11. Approve execution of three Contracts for Architectural Engineering, Design and Design Management Services; Contract No. 8500364, with Corgan Associates, Inc., dba Corgan, of Dallas, Texas; Contract No. 8500367, with M. Arthur Gensler Jr. & Associates, Inc. of Dallas, Texas; and Contract No. 8500368, with Muller and Muller, Ltd., of Chicago, Illinois; in an amount not to exceed \$15,000,000.00 for each Contract, for the initial five-year term of the Contracts. Total amount of Action is \$45,000,000.00.
- T. Huddleston 12. Approve execution of Contract No. 7006719, for Industrial Maintenance Services for Energy Plaza, with Trane US, Inc., of Carrollton, Texas, in an amount not to exceed \$3,000,000.00, for an initial one-year term of the Contract, with options to renew for four additional one-year terms.

Discussion Items

- R. Hodapp 13. There are no Construction and Professional Services Contract increase(s) approved by Authorized Staff.
14. There are no decrease(s)/increase(s) in Scope of Work approved by Authorized Staff.

FINANCE/AUDIT COMMITTEE

15. Approve Minutes of the Finance/Audit Committee Meeting of November 6, 2018.
- M. Underwood 16. Financial Report.

Consent Items for Consideration

- J. Benvegno 17. Approve and execute a lease agreement with U.S. Customs and Border Protection for premises occupied in Terminal D.
- O. Malone 18. Approve execution of Contract No. 8005263, for Employee Engagement Survey Services, with Gallup, Inc., of Omaha, Nebraska, in the amount not to exceed \$69,500.00, for the initial one-year term of the Contract, with options to renew annually.
- M. Youngs 19. Approve execution of Contract No. 7006706, for Software and Maintenance of ISX StruxureWare, with Systems Supply, Inc., of Twinsburg, Ohio, in an amount not exceed \$75,482.81, for the initial one-year term with options to renew for four one-year periods.
20. Approve execution of Contract No. 7006734, for Video Storage Maintenance, with DataDirect Networks, Inc., of Chatsworth, California, in an amount not to exceed \$150,153.88, for the one-year term of the Contract, with options to renew annually.

Action Items for Consideration

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| T. Lee | 21. Approve revision to the list of expenditure categories not subject to the Board's S/M/WBE Programs. |
| C. Norton | 22. Approve authorization to renew DFW Airport's annual membership and sponsorship to the following organizations: Airports Council International - North America, Visit Dallas, Visit Fort Worth, Dallas Regional Chamber of Commerce, Fort Worth Chamber of Commerce, DFW Interfaith Chaplaincy, United States Travel Association, and the World Travel and Tourism Council for a combined amount not to exceed \$730,000.00; with three one-year renewal options. |
| M. Phemister | 23. Approve Investment Policy, Investment Strategies, Approved Broker/Dealers and Training Sources for the period of February 1, 2019 through January 31, 2020. |
| | 24. Approve acceptance of funding under a FY2018 Urban Area Security Initiative Grant #3674401; that the Board agrees that the project, 2018 UASI - DFW Airport SWAT Equipment, will be operated through the DFW Department of Public Safety; that the Board agrees that in the event of loss or misuse of the Office of the Governor funds that the Board will return to the Office of the Governor the full amount of funding; that the Board designates the Vice President of Treasury Management as the grantee's authorized official and gives the authorized official the power to apply for, accept, reject, alter or terminate the grant on behalf of the Board; and that the Board approves submission of the grant application #3674401 for project, 2018 UASI - DFW Airport SWAT Equipment, to the Office of the Governor. |
| M. Yip | 25. Approve authorization to bind and procure an Insurance Policy for Stop Loss Insurance, with ReliaStar Life Insurance Company (a member of the Voya family companies), in the amount of \$3,126,635.00 for the policy year effective January 1, 2019. |
| M. Youngs | 26. Approve execution of Contract No. 8005265, for Unifier Consulting Services, with Oracle America, Inc., of Redwood Shores, California, in an amount not to exceed \$625,000.00, for the 18-month term of the Contract. |
| | 27. Approve execution of Contract No. 7006668, Information Technology Service Management Tool, with Cloudaction LLC, of Tulsa, Oklahoma, in an amount not exceed \$741,383.00, for the initial three-year term with options to renew for two additional one-year periods. |

Discussion Items

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| T. Lee | 28. Monthly D/S/M/WBE Expenditure Report. |
| G. Spoon | 29. Purchase Orders/Contracts and Professional Service Contract approved by Authorized Staff. |

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

30. Approve Minutes of the Concessions/Commercial Development Committee Meeting of November 6, 2018.

Consent Item for Consideration

- Z. Campbell 31. Approve authorization to change controlling interest in two Banh Shop and one IHOP location between D&B Mitchell Group and the Dallas Fort Worth International Airport Board.

Action Items for Consideration

- J. Badin 32. Approve execution of Contract No. 7006717, for Janitorial Paper Products, with Matera Paper Company, Inc. dba Ferguson Facilities Supply, of Grand Prairie, Texas, in an amount not to exceed \$761,350.96, for the initial one-year term of the Contract, with options to renew for four additional one-year terms.
33. Approve execution of Contract No. 7006710 for Custodial Services for Public Facilities, with APPRO, Inc., of Dallas, Texas, in an amount not to exceed \$8,044,229.67, for an initial three-year term of the Contract, with options to renew for two additional one-year periods.
- Z. Campbell 34. Approve the re-concepting of the Au Bon Pain in Terminal A and a change in ownership entity for the Au Bon Pain located in Terminal A and the Uno Due Go in Terminal E.
35. Approve execution of a lease agreement between Dallas/Fort Worth International Airport Restaurant Joint Venture #2 dba Pappadeaux Oyster Bar and the Dallas Fort Worth International Airport Board.
- J. Terrell 36. Approve execution of a ground lease agreement with Logistics Center 8, LLC for +/-102.07 acres of land.
37. Approve execution of a ground lease agreement with Logistics Center 9, LLC for +/-50.31 acres of land.
38. Approve execution of a ground lease agreement with Logistics Center 10, LLC for +/-15.96 acres of land.
39. Approve execution of a ground lease agreement with Logistics Center 11, LLC for +/-28.02 acres of land.
40. Approve execution of a reimbursement agreement with Logistics Center 8, LLC for an amount not-to-exceed \$4,921,240.

CLOSED SESSION

41. In accordance with provisions of Section 551.072 of the Texas Government Code, a closed session will be held relating to the purchase, exchange, lease, or value of real property if deliberations in an opening meeting would have a detrimental effect on the negotiating position of the Board, to wit:
- a) Verizon Place lease assignment

OPEN SESSION

Action Item for Consideration

- J. Terrell 42. Approve the assignment to the PFIC of the lease for the Verizon Place facility currently between Verizon and the DFW Airport Board, approve the Verizon Place as an authorized PFIC project, and request that the Owner Cities approve the Verizon Place as an authorized PFIC project.

Discussion Item

43. Permits Issued by Concessions.

EXECUTIVE COMPENSATION COMMITTEE

44. Approve Minutes of the Executive Compensation Committee Meeting of December 5, 2017.
- S. Donohue 45. FY2018 Performance.

CLOSED SESSION

46. In accordance with provisions of Section 551.074 of the Texas Government Code, a closed session will be held to discuss the qualifications or performance of identifiable Board employees, to wit:
- a) Review and Evaluate the Performance of the Chief Executive Officer.
 - b) Review and Evaluate the Performance of the Director of Audit Services.

OPEN SESSION

Action Items for Consideration

47. Approve an Incentive Compensation Payment for FY 2018 for the Chief Executive Officer.
48. Approve FY 2019 Incentive Compensation Program Goals for the Chief Executive Officer.
49. Approve a Salary Adjustment for the Chief Executive Officer.
50. Approve an Incentive Compensation Payment for FY 2018 for the Director of Audit Services.
51. Approve FY 2019 Incentive Compensation Programs Goals for the Director of Audit Services.
52. Approve a Salary Adjustment for the Director of Audit Services..

FULL BOARD

53. Registered Speakers (items unrelated to agenda items)
54. Next Committee meetings – January 8, 2019
Next Regular Board meeting – January 10, 2019