

MINUTES
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
Thursday, June 6, 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, June 6, 2024, pursuant to earlier notification thereof to the members of the Board and public. The following quorum was present:

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|--------------------------|---------------------------------|
| DeMetris Sampson, Chair | Joel Burns |
| Vernon Evans, Vice Chair | Vincent Hall |
| Ben Leal, Secretary | Mario Quintanilla |
| Mayor Mattie Parker | Gloria M. Tarpley |
| Henry Borbolla III | Mayor Linda Martin ² |

Board Staff in Attendance:

Sean Donohue, Ken Buchanan, Maruchy Cantu, Mohamed Charkas, Chris McLaughlin, 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
 - Announcements by Sean Donohue, CEO:
 - It was announced that Mr. Donohue hosted two employee town halls where he gave an update on FY24 goals and other updates.
 - Mr. Donohue gave an update on the Memorial Day air traffic at DFW.
 - Mr. Donohue talked about the Leading Excellence in Asian American Development employee resource group and their annual event themed, Advancing Leaders through Innovation.
 - The fourteen summer interns across five divisions were recognized at the meeting
 - Dillon Pettyjohn was announced as the new Vice President of Planning.
 - Robert Horton, Vice President of Environmental Affairs was recognized for earning his doctorate degree from the University of Florida in Interdisciplinary Ecology
- D. The Financial Report was presented by Chris Poinsette, EVP Finance and Information Technology.
- E. The minutes of the Regular Board Meeting of May 2, 2024, were approved.

² Non-voting representative from the City of Euless

RETIREMENT/INVESTMENT COMMITTEE

Committee Chair Vernon Evans reported that the Committee met on Tuesday, June 4, 2024, at 12:30 p.m. and recommended approval of the following:

1. The minutes of the Retirement/Investment Committee Meeting of April 30, 2024, were approved.
2. The Quarterly Investment Report was presented by Tony Kay, Mariner Consulting.
3. The Annual Actuarial Valuation Report was presented by Lewis Ward, Gabriel, Roeder, Smith & Company.

Action Item for Consideration

4. The Airport Board unanimously adopted Resolution 2024-06-134, to enter into an Asset Management Agreement with Tenex Capital Partners for their Tenex Capital Fund IV, of New York, New York, in a commitment amount of \$10 million.
5. The Airport Board unanimously adopted Resolution 2024-06-135, to enter into an Asset Management Agreement with Deerpath Capital for their Deerpath Fund VII, of New York, New York, in a commitment amount of \$10 million.

OPERATIONS COMMITTEE

Operations Committee Chair Joel Burns reported that the Committee met on Tuesday, June 4, 2024, at 1:03 p.m. and recommended approval of the following:

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

Consent Items for Consideration

7. The Airport Board unanimously adopted Resolution 2024-06-136, to extend contract no. 7006653, for Dynamic Glass and Related Services with View, Inc., of Milpitas, California for two, one-year options.
8. The Airport Board unanimously adopted Resolution 2024-06-137, to issue purchase order no. DFW3858, for Aircraft Tow Tractor, with Carolina Ground Service Equipment, Inc., dba Pilot John International of Greenville, North Carolina, in the amount of \$105,689.82.

Action Items for Consideration

9. The Airport Board unanimously adopted Resolution 2024-06-138, to ratify contract no. PA1258, for Terminal D Level 0 Sanitary Sewer Rehabilitation with Gilbert May, Inc. dba Phillips/May Corporation of Dallas, Texas, in an amount not to exceed \$1,137,255, for the 300 calendar-day term of the contract.
10. The Airport Board unanimously adopted Resolution 2024-06-139, to rescind Resolution No. 2024-04-092 and authorize the Chief Executive Officer or designee to execute contract no. PA1012, for Cellular DAS Headend Move to 5E, with Skye Building Services LLC, of Flower Mound, Texas, in an amount not to exceed \$2,568,455, for the 240 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 \$120,000, for a total action amount of \$2,688,455.

11. The Airport Board unanimously adopted Resolution 2024-06-140, to increase contract no. 9500762, for Recapitalization Terminal D, with Siemens Logistics, LLC of DFW Airport, Texas, in an amount not to exceed \$2,900,000, for a revised not to exceed contract amount of \$65,535,435.
12. The Airport Board unanimously adopted Resolution 2024-06-141, to execute contract no. PA1227, for Terminal F Baggage Handling System, with Vanderlande Industries, Inc., a wholly owned subsidiary of Toyota Automated Logistics Group of Marietta, Georgia, for a not to exceed amount of \$8,122,000 for the nine months prior to engaging in the broader Service Agreement.
13. The Airport Board unanimously adopted Resolution 2024-06-142, to execute contract no. PA1346 for Spent Aircraft Deicing Fluid Package 1, with Crescent Constructors, Inc., of Plano, Texas, in an amount not to exceed \$20,993,000, for the 575 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 \$500,000, for a total action amount of \$21,493,000.
14. The Airport Board unanimously adopted Resolution 2024-06-143, to increase contract no. 9500761 for Central Terminal Area Expansion Terminals C and A with Austin Commercial, LP/Azteca Enterprises, Inc./Alpha & Omega Industries Joint Venture of Dallas, Texas, in an amount not to exceed \$191,733,679.19, for a revised not to exceed contract amount of \$958,686,310.19.
15. The Airport Board unanimously adopted Resolution 2024-06-144, to issue four purchase orders for Replacement of Heavy Equipment: DFW4579, with Associated Supply Company Inc., of Euless, Texas, in the amount of \$546,722.72; DFW4630, with Holt Cat, of Dallas, Texas, in the amount of \$472,233.00; DFW4631, with Romco Equipment Company, of Dallas, Texas, in the amount of \$360,485.30; DFW4632, with Fortbrand Services Inc., of Plainview, New York, in the amount of \$3,408,876.26. Total action amount is \$4,788,317.28.
16. The Airport Board unanimously adopted Resolution 2024-06-145, to execute contract no. PA1380, for Flock Safety System, with Insight Public Sector of Chandler, Arizona, in an amount not to exceed \$1,187,150, for the five-year term of the contract.
17. The Airport Board unanimously adopted Resolution 2024-06-146, to execute contract no. PA1429, Access Control Proximity Badges, with Converjint Technologies, LLC, of Schaumburg, Illinois, for a five-year supply of badges in an amount not to exceed \$3,046,218.

FINANCE, AUDIT, and IT COMMITTEE

Finance, Audit, and IT Committee Chair Mario Quintanilla reported that the Committee met on Tuesday, June 4, 2024, at 1:21 p.m. and recommended approval of the following:

18. The minutes of the Finance, Audit, and IT Committee Meeting of April 30, 2024, were approved.
19. The Financial Report was presented by Abel Palacios, VP Finance.
20. The FY25 Budget Preview was presented by Chris Poinsette, EVP Finance and ITS.

Consent Items for Consideration

21. The Airport Board unanimously adopted Resolution 2024-06-147, to increase contract no. 8004895, Risk Management Information System, with Origami Risk, LLC, of Chicago, Illinois, for an amount not to exceed \$121,225.02, for a revised not to exceed contract amount of \$1,285,392.29.
22. The Airport Board unanimously adopted Resolution 2024-06-148, to execute contract no. PA1427, for Intelligent Talent Experience Platform with Phenom People, Inc., of Ambler, Pennsylvania, in an amount not to exceed \$343,200, for the five-year term of the contract.
23. The Airport Board unanimously adopted Resolution 2024-06-149, to execute contract no. PA1301, for Total Rewards Consultant for Benefits, with Lockton-Dunning Series of Lockton Companies, LLC of Dallas, Texas, for the initial one-year contract amount of \$125,000, and the four, one-year options in the amount of \$500,000, for a total estimated contract amount of \$625,000; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.
24. The Airport Board unanimously adopted Resolution 2024-06-150, to increase and exercise a renewal option for contract no. 7006368, Veoci Software and Services, with Veoci, Inc., of New Haven Connecticut, in an amount not to exceed \$207,071.70, for a revised not to exceed contract amount of \$984,245.23.

Action Items for Consideration

25. The Airport Board unanimously adopted Resolution 2024-06-151, to approve the attached list of investment banking firms to serve as a pool of underwriters for future bond transactions.
26. The Airport Board unanimously adopted Resolution 2024-06-152, to execute a lease agreement with Sky Chefs for a flight kitchen to support their operations here at DFW.
27. The Airport Board unanimously adopted Resolution 2024-06-153, to execute contract no. PA1298, for an Internal Employee Communications Tool, with Staffbase, Inc. of Wilmington, Delaware, for the initial one-year contract amount of \$199,500, and four, one-year options in the total amount of \$792,882, for a total estimated contract amount of \$992,382; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.
28. The Airport Board unanimously adopted Resolution 2024-06-154, to execute contract no. PA1420, for DDI Leadership Training and Assessments, with Development Dimensions International, Inc. of Bridgeville, Pennsylvania, for the initial three-year contract amount of \$342,510, and the two, one-year options in the amount of \$228,340, for a total estimated contract amount of \$570,850; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.
29. The Airport Board unanimously adopted Resolution 2024-06-155, to approve amendments to Chapter 3, Article III, Chapter 8 and Appendix 1 of the DFW International Airport's Code of Rules and Regulations.
30. The Airport Board unanimously adopted Resolution 2024-06-156, to enter into a Settlement Agreement with Turo Inc., a Delaware corporation, and Andres Castro, Venture Link LLC d/b/a Peer, Christian Meyer, Steven McClerkin, and R.I.L. Cars, LLC, to settle the lawsuit styled Dallas/Fort Worth International Airport Board v. Turo Inc.

31. The Airport Board unanimously adopted Resolution 2024-06-157, to execute contract no. PA1366, for Conveyances and Baggage Handling Systems Monitoring, with Mechanical Materials, LLC of Grapevine, Texas, in an amount not to exceed \$508,356.10, for the one-year term of the contract.
32. The Airport Board unanimously adopted Resolution 2024-06-158, to execute contract no. PA1195, for Master Antenna Television and Satellite Master Antenna Television Systems Maintenance Services, with Satellite Systems & Service, Inc., of Yantis, Texas, for the initial one-year contract amount of \$288,500, and the four, one-year options in the amount of \$1,290,162, for a total estimated contract amount of \$1,578,662; and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.
33. The Airport Board unanimously adopted Resolution 2024-06-159, to increase contract no. 8005507, Customer Relationship Management Software & Services with Carahsoft Technology Corp., of Reston, Virginia, in an amount not to exceed \$1,159,793.83, and approve remaining two, one-year options in the amount \$2,319,587.66, for a revised not to exceed contract amount of \$6,654,538.22, and that the Chief Executive Officer or designee is authorized to exercise option years at the Airport's discretion.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

Concessions/Commercial Development Committee Chair Ben Leal reported that the Committee met on Tuesday, June 4, 2024, at 1:49 p.m. and recommended approval of the following:

34. The minutes of the Concessions/Commercial Development Meeting of April 30, 2024, were approved.

Consent Items for Consideration

35. The Airport Board unanimously adopted Resolution 2024-06-160, to amend Lease number 011401 by and between DFW International Airport Board and Fox Rent a Car, Inc.
36. The Airport Board unanimously adopted Resolution 2024-06-161, to accept an assignment to the Airport Board of the Rental Car consortium's contract with SP Plus for maintenance of the rental car buses.

Action Items for Consideration

37. The Airport Board unanimously adopted Resolution 2024-06-162, to execute a Third Lease Amendment with Drive Nation Sports, LLC.
38. The Airport Board unanimously adopted Resolution 2024-06-163, to amend Permit number 008713 by and between DFW International Airport Board and Alclear.
39. The Airport Board unanimously adopted Resolution 2024-06-164, to enter into an amendment of the Concession and Lease Agreement with the consolidated rental car facility ("CONRAC") tenants.

FULL BOARD

CLOSED SESSION

40. A closed session was held in accordance with provisions of Section 551.076 of the Texas Government Code, to discuss the deployment, or specific occasions for implementation, of security personnel or devices, to wit:
- a) Information Technology Services Presentation

OPEN SESSION

41. Registered Speakers
- None
42. Next Committee meetings – July 30, 2024
Next Regular Board meeting – August 1, 2024