

AGENDA
RETIREMENT/INVESTMENT COMMITTEE MEETING
Tuesday, September 3, 2024
12:30 p.m.

RETIREMENT/INVESTMENT COMMITTEE

- | | | |
|---------------|----|---|
| | 1. | Approve Minutes of the Retirement/Investment Committee Meeting of June 4, 2024. |
| Aaron Munoz | 2. | External Audit of the Pension Plans – Ashley Raden, Senior Manager and Ali Hijazi, Partner, Plante Moran. |
| Bryan Hedrick | 3. | Quarterly Investment Report – Tony Kay, Mariner Consulting |

Action Items for Consideration

- | | | |
|---------------|----|---|
| Bryan Hedrick | 4. | Approve 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. | Approve to terminate the Asset Management Agreement with Westwood Investment Management; and that the Chief Executive Officer or designee is authorized to execute said termination. |

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Retirement & Investment
Committee**

Resolution No.:

Subject: Asset Management Agreement with Sabal Investment Holdings

Department: Treasury Management

Amount: \$10,000,000

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- Relationship: New
- Headquarters: Irvine, CA
- Asset Allocation: Non Core Fixed Income
- Return Objective: 16% - 18% net IRR and 1.8x net multiple on invested capital
- Term: Eight years with two, one-year extensions
- Fees: 1.75% management fee on invested capital; 20% incentive fee after 7% hurdle
- Strategy: Sabal believes it is well positioned to fill the gaps in the financing and asset-level capital structures that have resulted from the negative dynamics that have evolved in the commercial real estate capital markets. Unlike other organizations that are potentially ill-equipped to manage underperforming assets due to illiquid capital structures, regulatory issues, and/or inadequate infrastructure, Sabal believes it has the experience to assess the value of CRE assets at acquisition and the capability to optimally harvest returns. To meet its objectives, the Strategic Opportunities Fund II expects to benefit from senior management's network and experience in the CRE market and relationships with certain major CRE investors to opportunistically invest in stressed and dislocated securities.
- This action will take advantage of the opportunity-rich CRE debt market with an experienced and top tier investment manager, while continuing to add diversification to the non-core fixed income allocation.

D/S/M/WBE INFORMATION:

- Not Applicable

ADDITIONAL INFORMATION:

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Cynthia Demers, Vice President - Treasury Management

Approved - 8/21/2024

Tamela Burks Lee, Vice President - Business Diversity and Development

Approved - 8/22/2024

Abel Palacios, Vice President - Finance

Approved - 8/22/2024

Elaine Rodriguez, General Counsel - Legal

Approved - 8/22/2024

Resolution No.:

Asset Management Agreement with Sabal Investment
Holdings

Resolution No.:

Asset Management Agreement with Sabal Investment Holdings

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Retirement & Investment
Committee**

Resolution No.:

Subject: Terminate the Asset Management Agreement with Westwood Investment Management

Department: Treasury Management

Amount:

Revised Amount:

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve to terminate the Asset Management Agreement with Westwood Investment Management; and that the Chief Executive Officer or designee is authorized to execute said termination.

BACKGROUND:

- Westwood has been on the DFW Watch List since December 2020, with a brief time off the List.
- The Retirement Committee Board Members, DFW staff and our financial advisors met with Westwood in August 2023 to discuss performance.
- Performance has not improved sufficiently since that meeting.
- DFW's investment share (\$29 million) of this small fund is a larger percentage than preferable at about 14%, increasing DFW's risk.
- The All-Cap strategy employed by Westwood no longer fits into the pension plan current investment strategy.
- Proceeds are to be redistributed approximately 50% to the existing passing large cap manager and 50% to a dedicated small cap value strategy.

D/S/M/WBE INFORMATION:

- Not Applicable

ADDITIONAL INFORMATION:

Fund	Project Number	External Funding Source
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Attachments: None

Approvals

Cynthia Demers, Vice President - Treasury Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Terminate the Asset Management Agreement with
Westwood Investment Management

AGENDA
OPERATIONS COMMITTEE MEETING
Tuesday, September 3, 2024
12:45 p.m.

OPERATIONS COMMITTEE

6. Approve Minutes of the Operations Committee Meeting of July 30, 2024.

Consent Items for Consideration

- Tammy Huddleston 7. Approve 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.
- Robert Rodriguez 8. Approve 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.
- JT Taylor 9. Approve 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

- Bill Grozdanich 10. Approve 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.
- Robert Horton 11. Approve 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. Approve 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.
- Tammy Huddleston 13. Approve 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. Approve 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. Approve 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.
- Robert Rodriguez 16. Approve 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.
- JT Taylor 17. Approve 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.

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

Operations Committee

Resolution No.:

Subject: Hyatt Regency Hot Water Pipe Repair

Department: Design, Code and Construction

Amount: \$350,000

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- A leak was recently discovered in an underground hot water line that provides heating and hot water to the Hyatt Regency Facility at Terminal C from the Central Utility Plant. It was imperative that this matter be addressed quickly to ensure passenger comfort as well as protect infrastructure from potential water damage.
- This contract includes all work necessary to restore the hot water service line.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%
- Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Contract Ratification)

ADDITIONAL INFORMATION:

- The purchase is exempt from public procurement in accordance to Local Government Code 252.223, as it is a procurement necessary to preserve or protect the public health and safety of the Airport's traveling public, tenants and employees.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Tammy Huddleston, Vice President - Design, Code and Construction	Approved - 8/20/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Hyatt Regency Hot Water Pipe Repair

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

Operations Committee

Resolution No.:

Subject: Repairs of Passenger Boarding Bridges

Department: Energy, Transportation, and Asset Management

Amount: \$50,858.38

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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 September 2024; and that the Chief Executive Officer or designee is authorized to execute said purchase order.

BACKGROUND:

- Approve the repairs for damages sustained by passenger boarding bridges at E21, D16, D16x, and D17.
- The repairs address equipment damage caused by external factors.
- These repairs are outside the scope of the Passenger Boarding Bridge Maintenance contract.
- Completing the repairs is essential to ensure the continued operation of the passenger boarding bridges.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, no M/WBE goal was determined for the contract due to the limited availability of M/WBE firms that perform this service.

ADDITIONAL INFORMATION:

- This purchase is exempt from public procurement in accordance to Local Government Code 252.223, as it is a procurement necessary to preserve or protect the public health and safety of the Airport's traveling public, tenants and employees.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Robert Rodriguez, Vice President - Energy, Transportation, and Asset Management	Approved - 8/20/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Repairs of Passenger Boarding Bridges

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

Operations Committee

Resolution No.:

Subject: Portable Toilet & Cleaning Services

Department: Department of Public Safety

Amount: \$337,501.44

Revised Amount: \$612,501.44

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- The increase is required to provide funding until a new solicitation is completed.
- The contract provides cleaning services to Airport-owned and rental portable toilet units, per the contract.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- N/A - Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Contract Ratification)

ADDITIONAL INFORMATION:

- On April 11, 2019, by Resolution No. 2019-04-060, the Airport awarded contract no. 7006733 for Portable Toilet & Cleaning Services to United Site Services, Inc., of Dallas, Texas.
- This contract is exempt from public procurement in accordance to Local Government Code 252.022, as it is a procurement necessary to preserve or protect the public health and safety of the Airport's traveling public, tenants and employees.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Jon Taylor, Vice President and Director - Department of Public Safety	Approved - 8/20/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Portable Toilet & Cleaning Services

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

Operations Committee

Resolution No.:

Subject: Estimating Infrastructure and Development Platform

Department: Controls and Analytics

Amount: \$1,076,425

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- The current software used by the Controls and Analytics (C&A) Department for estimating capital projects and programs, has been in use for 15 years and is being phased out and no longer supported by the vendor.
- Contruent Enterprise is a cloud-based software platform used for estimating, planning, and managing construction projects and programs. The software, which includes comprehensive quantity take off capabilities, customizable reporting and data extraction and robust interface with other construction industry software, meets or exceeds the requirements established by the C&A Department. The software will be utilized primarily for its construction estimating capabilities.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, no M/WBE goal was determined for this contract due to no availability of M/WBE firms that perform this service.

ADDITIONAL INFORMATION:

- Contruent LLC of Naperville, Illinois, not an M/WBE firm, submitted the responsive and responsible proposal on or before the due date of March 28, 2024.

Fund	Project Number	External Funding Source
Various		

Attachments: None

Approvals

Bill Grozdanich, Vice President - Controls and Analytics	Approved - 8/21/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Estimating Infrastructure and Development Platform

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

Operations Committee

Resolution No.:

Subject: Concrete Washout Container Services

Department: Environmental Affairs

Amount: \$160,000

Revised Amount: \$1,351,796.50

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- The concrete washout services contract provides concrete washout containers and material recycling for development projects.
- The previous solicitation yielded zero responsive bidders.
- Additional funds and time are necessary to support ongoing construction until a new contract is secured.

D/S/M/WBE INFORMATION:

- The annual goal for the historical SBE Program is 21%.
- In accordance with the Board's historical SBE Program, no historical SBE goal was set for this contract due to no availability of SBE firms that perform this service.

ADDITIONAL INFORMATION:

- On April 11, 2019, by Resolution No. 2019-04-072, the Airport awarded contract no. 7006758, Concrete Washout Container Services to American Concrete Washouts, Inc., of Folsom, California.

Fund	Project Number	External Funding Source
Various		

Attachments: None

Approvals

Robert Horton, Vice President - Environmental Affairs	Approved - 8/20/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Concrete Washout Container Services

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

Operations Committee

Resolution No.:

Subject: Concrete Washout Container Services

Department: Environmental Affairs

Amount: \$3,118,105.40

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve to execute contract no. PA1313, for Concrete Washout Container Services, with American Concrete Washouts, Inc of Folsom, 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.

BACKGROUND:

- This is a replacement for an existing contract which has been in place for five years.
- Per Texas Commission on Environmental Quality (TCEQ) Municipal Separate Stormwater System, construction site contractors must properly contain and dispose of concrete truck washout process water.
- Providing Airport construction projects with concrete washout containers prevents the illicit discharge of process water to the storm drainage system and receiving waters of Texas/United States.
- The Airport's contractors currently recycle the concrete solids and process water waste, eliminating the need for landfill disposal.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, no M/WBE goal was determined for this contract due to the limited availability of M/WBE firms that perform this service.

ADDITIONAL INFORMATION:

- Two bids, none from M/WBE firms, were received on or before the due date of July 31, 2024.
- The bid submitted by ECO Pan, Inc of Pacific, Washington, was determined non-responsive as the submission did not meet the specifications outlined in the Airport's solicitation.
- American Concrete Washouts, Inc of Sacramento, California, is the lowest, responsive and responsible bidder.

Fund	Project Number	External Funding Source
Various		

Attachments: None

Approvals

Robert Horton, Vice President - Environmental Affairs	Approved - 8/20/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Concrete Washout Container Services

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

Operations Committee

Resolution No.:

Subject: West 21st Street Repairs

Department: Design, Code and Construction

Amount: \$3,531,073

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- Based on recent assessments the West 21st Street pavement needs to be replaced.
- This contract will remove approximately 1,100 lineal feet of existing four lane concrete pavement and subgrade and replace with new concrete pavement and subgrade.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 38%.
- Archer Western Construction, LLC has committed to achieving 38% M/WBE participation utilizing the attached list of subs.

ADDITIONAL INFORMATION:

- Four bids, including one from a M/WBE firm, were received on or before the due date of July 10, 2024.
- Bid tabulation attached.
- The bid submitted by Urban Infraconstruction, LLC of Irving, Texas, was determined non-responsive as the submission did not meet the specifications outlined in the Airport's solicitation.
- Archer Western Construction, LLC of Irving, Texas, is the lowest, responsive and responsible bidder.

Fund	Project Number	External Funding Source
DFW Capital Acct	2707201	

Attachments: PA1073 West 21st Street Repairs Bid Tab , PA1073 - West 21st Street Repairs - MWBE Sub List

Approvals

Tammy Huddleston, Vice President - Design, Code and Construction	Approved - 8/20/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

West 21st Street Repairs

**Contract No. PA1073
West 21st Street Repairs
Bid Tabulation**

Bidders	Bid Amount with Alternate
Archer Western Construction, LLC Irving, Texas	\$3,431,073
Reyes TX, Inc. ^{N1} Grand Prairie, Texas	\$3,999,999
DDM Construction Corporation Lake Dallas, Texas	\$5,050,254.35
Note: 1. MBE certified through the North Central Texas Regional Certification Agency	

Contract PA1073
West 21st Street Repairs

Archer Western Construction, LLC.

M/WBE Subcontractors

C. Green Scaping, LP	HF-C	2.16%
	Total	2.16%
KLP Commercial, LLC	NF-C	0.94%
	Total	0.94%
QN Management Solutions	PM-C	0.64%
	Total	0.64%
Universal Fence Company	WF-C	0.28%
Lindamood, Inc.	WF-C	5.18%
McRyan Hauling, Inc.	WF-C	2.12%
Reliable Structural	WF-C	26.68%
	Total	34.26%
Overall Total		38.00%

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

Operations Committee

Resolution No.:

Subject: Material Testing Lab

Department: Design, Code and Construction

Amount: \$5,044,983

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- This contract is for the design and construction of a Material Testing Lab facility.
- It is anticipated that this facility will be constructed utilizing 3D printing technology. This technology will decrease the construction duration and allow the delivery of the project earlier than a traditional construction method.
- The amount of construction related activity at the Airport is planned to increase significantly in the coming years, which will also increase the amount of required construction materials testing.
- With the high volume of construction activity imminent and with a computed payback period of less than two years, it was determined to be much more cost-effective for the Airport to provide an onsite materials testing facility.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 20% for design and 17% for construction.
- Satterfield and Pontikes Construction, Inc. has committed to achieving 22% M/WBE participation for design utilizing DFW Consulting Group, Inc. (BM-C: 13%), Faith Group, LLC (WF-C: 7%) and TSIT Engineering & Consulting (BM-C: 2%) and 17% M/WBE participation for construction. BDDD is in receipt of their compliance plan to achieve its commitment upon the release of their bid packages.

ADDITIONAL INFORMATION:

- Four Statements of Qualifications, none from M/WBE firms, were received on or before the due date of November 8, 2023, with finalists' proposals received on or before March 21, 2024.
- SOQ's were received from the following firms:
 - CIVE Inc., of Houston, Texas
 - James R. Thompson, Inc., (JRT) dba JPI-3D, of Dallas, Texas
 - J.E. Dunn Construction of Dallas, Texas
 - Satterfield and Pontikes Construction, Inc., of Dallas, Texas
- The SOQ submitted by CIVE, Inc., of Dallas, Texas, was determined non-responsive as the submission did not meet the specifications outlined in the Airport's solicitation.
- Based on the evaluation of the qualification documents and interview, the selection committee recommends award of the contract to Satterfield and Pontikes Construction, Inc., of Dallas, Texas.

Fund	Project Number	External Funding Source
Joint Capital Acct	2709601	

Resolution No.:

Material Testing Lab

Attachments: None

Approvals

Tammy Huddleston, Vice President - Design, Code and Construction	Approved - 8/20/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

Operations Committee

Resolution No.:

Subject: Recapitalization of Terminals A, B & C

Department: Design, Code and Construction

Amount: \$8,400,000

Revised Amount: \$21,101,067.82

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- This contract involves replacing existing baggage screening Explosive Detection System (EDS) machines that have reached technological obsolescence, with new machines supplied by Transportation Security Administration (TSA).
- During installation activities, two of the TSA supplied EDS machines were damaged beyond repair due to a sanitary sewer line leak above the units.
- This action includes, but not limited to, removing the damaged EDS machines, procuring and installing two replacement EDS machines and installing protection over all EDS units that have utilities overhead to prevent similar damage in the future.
- This action also provides compensation to the contractor for the additional resources and time needed due to the delay caused by the sanitary sewer leak, rephrasing of the work, and extended durations for equipment testing.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 23%.
- FS360, LLC committed to achieving 23% M/WBE participation on this contract and is currently achieving 32.41%.

ADDITIONAL INFORMATION:

- On November 4, 2021, by Resolution No. 2021-11-226, the Airport awarded contract no. 9500753, Recapitalization of Terminals A, B, & C, to FS360, LLC, of McKinney, Texas,

Fund	Project Number	External Funding Source
Joint Capital Acct	26785	

Attachments: None

Approvals

Tammy Huddleston, Vice President - Design, Code and Construction	Approved - 8/21/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Recapitalization of Terminals A, B & C

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

Operations Committee

Resolution No.:

Subject: Chevrolet Automotive Parts & Repairs

Department: Energy, Transportation, and Asset Management

Amount: \$967,760

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- Replaces an existing contract that has been in place for three years.
- This contract supports dealership service repairs and the supply of parts for all the Airport's 203 Chevrolet vehicles.
- Parts received will be original equipment manufacturer parts.
- Parts will be purchased on an as-needed basis, and the Airport will have no obligation to purchase any quantity under the contract.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- N/A - Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Goods/ Finished Products)

ADDITIONAL INFORMATION:

- Two bids, none from M/WBE firms, were received on or before the due date of July 19, 2024.
- Bid tabulation attached.
- Five Star Chevrolet LLC, of Carrollton, Texas, is the lowest, responsive and responsible bidder.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: PA1428 Chevrolet OEM Parts and Repairs Bid Tab

Approvals

Robert Rodriguez, Vice President - Energy, Transportation, and Asset Management
Bruce Collins, Vice President - Procurement and Materials Management
Tamela Burks Lee, Vice President - Business Diversity and Development
Abel Palacios, Vice President - Finance
Elaine Rodriguez, General Counsel - Legal
Sean Donohue, Chief Executive Officer

Approved - 8/20/2024
Approved - 8/21/2024
Approved - 8/22/2024
Approved - 8/22/2024
Approved - 8/22/2024
New -

Resolution No.:

Chevrolet Automotive Parts & Repairs

Contract No. PA1428
Chevrolet OEM Parts and Repairs
Bid Tabulation

Bidders	Bid Amount
Five Star Chevrolet, LLC Carrollton, Texas	\$967,760
TinMan T.M.T.O.C Irving, Texas	\$1,083,840

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

Operations Committee

Resolution No.:

Subject: Mobile Command Post

Department: Department of Public Safety

Amount: \$1,997,371

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- The Mobile Command Post Grant, established through the U.S. Department of Justice, Office of Community Oriented Policing Services, has invited DFW Airport Department of Public Safety to apply for projects designated for funding in the Consolidated Appropriations Act, 2024.
- No matching funds are required for this grant. This grant allows the Airport to use its normal procurement procedures with reimbursement grant funds.
- The purchase of the Mobile Command Post from Siddons Martin Emergency Group, LLC allows DPS to improve coordination, communication, and operational efficiency for the Police and Fire Department during emergencies, major public events, and disaster response situations.
- Board action is required to satisfy requirements set forth by the U.S Department of Justice, Office of Community Oriented Policing Services.
- The COPS Technology and Equipment Program Grant will cover the entire cost of this purchase.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- N/A - Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Goods/ Finished Products)

ADDITIONAL INFORMATION:

- This purchase will be through HGAC contract no. 11564-FS12-23, which is available to local Government agencies, and was approved by Resolution No. 97-07-181, dated July 3, 1997.

Fund	Project Number	External Funding Source
		FY24 COPS Technology and Equipment Program

Attachments: None

Approvals

Jon Taylor, Vice President and Director - Department of Public Safety
Bruce Collins, Vice President - Procurement and Materials Management
Tamela Burks Lee, Vice President - Business Diversity and Development
Abel Palacios, Vice President - Finance

Approved - 8/20/2024
Approved - 8/21/2024
Approved - 8/22/2024
Approved - 8/22/2024

Resolution No.:

Mobile Command Post

AGENDA
FINANCE, AUDIT, and IT COMMITTEE MEETING
Tuesday, September 3, 2024
12:55 p.m.

FINANCE, AUDIT, and IT COMMITTEE

18. Approve the minutes of the Finance, Audit, and IT Committee Meeting of July 30, 2024
- Abel Palacios 19. Financial Report.

Consent Item for Consideration

- Chris Poinatte 20. Approve a participation agreement with Local Government Investment Cooperative (LOGIC) Trust.
- Milton De la Paz 21. Approve 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.
- Elaine Rodriguez 22. Approve 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. Approve 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.
- Catrina Gilbert 24. Approve 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. Approve 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. Approve 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. Approve 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. Approve 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.
- Cyril Puthoff 29. Approve 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. Approve 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. Approve 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.
- Michael Youngs 32. Approve 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. Approve 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. Approve 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

- | | |
|-----------------|---|
| Ron Traw | 35. Approve Fiscal Year 2025 Public Facility Improvement Corporation Budget. |
| Abel Palacios | 36. Approve that the Chief Executive Officer or designee be authorized to contribute up to \$10 million to the DFW Retirement Plans based on FY2024 actual financial results of the Operating Revenue and Expense Fund. |
| Aaron Munoz | 37. 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). |
| Catrina Gilbert | 38. Approve 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. |
| Cyril Puthoff | 39. Approve 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. |
| Michael Youngs | 40. Approve 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. Approve 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.

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: LOGIC Application
Department: Treasury Management
Amount:

Revised Amount:

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve a participation agreement with Local Government Investment Cooperative (LOGIC) Trust.

BACKGROUND: Staff recommends the addition of LOGIC as an authorized Local Government Investment Pool (LGIP) investment option. This provides additional diversity for the overnight investment of funds with the ability to increase yield while not compromising safety of funds.

- Section 2256.016 of the Government Code provides for investment pools in which governmental entities in the state of Texas may participate in order to benefit from scale while remaining focused on safety, liquidity and yield in that order.
- LOGIC is an established LGIP with \$12.3 billion under management at the end of July 2024.
- All invested funds will be available as needed daily, similar to a money market investment.

D/S/M/WBE INFORMATION: N/A

ADDITIONAL INFORMATION:

Fund	Project Number	External Funding Source
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Attachments: LOGIC Resolution, ApplicationforParticipationinLOGIC_2023

Approvals

Cynthia Demers, Vice President - Treasury Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

LOGIC Application

Airport Board Resolution

RESOLUTION NO. 2024- __ - __

**APPROVING AN APPLICATION TO PARTICIPATE IN THE LOCAL
GOVERNMENT INVESTMENT COOPERATIVE (LOGIC) TRUST
LOCAL GOVERNMENT INVESTMENT POOL**

THE STATE OF TEXAS	§
COUNTIES OF DALLAS AND TARRANT	§
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD	§

WHEREAS, it is in the best interests of DFW Airport (the “Airport”) to invest its funds jointly with other Texas eligible investing entities in the Local Government Investment Cooperative (LOGIC) Trust in order better to preserve and safeguard the principal and liquidity of such funds and to earn an acceptable yield; and

WHEREAS, the Airport is authorized to invest its public funds and funds under its control in LOGIC and to enter into the Participation and Trust Instrument authorized herein;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE DALLAS FORT WORTH INTERNATIONAL AIRPORT:

Section 1. The form of application for participation in LOGIC attached to this resolution is approved. The officers of the Airport specified in the application are authorized to execute and submit the application, to open accounts, to deposit and withdraw funds, to agree to the terms for use of the website for online transactions, to designate other authorized representatives, and to take all action required or permitted by the Airport under the Agreement created by the application, all in the name and on behalf of the Airport.

Section 2. This resolution will continue in full force and effect until amended or revoked by the Airport and written notice of the amendment or revocation is delivered to the LOGIC Board of Trustees.

Section 3. Terms used in this resolution have the meanings given to them by the application.

ADOPTED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD
ON THIS SEPTEMBER 5, 2024.

CERTIFICATE FOR RESOLUTION

THE STATE OF TEXAS §
COUNTIES OF DALLAS AND TARRANT §
DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD §

I, the undersigned officer of said Board, hereby certifies as follows:

1. That the Dallas Fort Worth International Airport Board convened in Regular Meeting on the 5th day of September, 2024, at the Airport Administration Building, 2400 Aviation Drive, Dallas Fort Worth Airport, Texas, its regular meeting place, and the roll was called of the duly constituted officers and members of said Board, to wit:

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

*Non-voting member

and all of said persons were present, thus constituting a quorum. Whereupon, among other business, a written resolution

APPROVING AN APPLICATION TO PARTICIPATE IN THE LOCAL GOVERNMENT INVESTMENT COOPERATIVE (LOGIC) TRUST LOCAL GOVERNMENT INVESTMENT POOL

was duly introduced for the consideration of said Board of Directors. It was then duly moved and seconded that said Resolution be adopted; and said motion, carrying with it the adoption of said Resolution, prevailed and carried by the following vote:

AYES:
NOES:
ABSTENTIONS:

2. That a true, full and correct copy of the aforesaid Resolution adopted at the meeting described in the above and foregoing paragraph is attached to and follows this Certificate; that said Resolution has been duly recorded in the minutes of said Meeting; that the above and foregoing paragraph is a true, full and correct excerpt from the minutes of said meeting pertaining to the adoption of said Resolution; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of said Board as indicated therein; that

each of the officers and members of said Board was duly and sufficiently notified officially and personally in advance, of the time, place and purpose of the aforesaid meeting, and that said Resolution would be introduced and considered for adoption at said meeting, and each of said officers and members consented, in advance, to the holding of said meeting for such purpose; and that said meeting was open to the public, and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code, as amended.

3. That the Resolution has not been modified, amended or repealed and is in full force and effect on and as of the date hereof.

SIGNED AND SEALED the ____ day of September, 2024.

Staff Secretary, Dallas Fort Worth
International Airport Board



APPLICATION FOR PARTICIPATION IN LOGIC

The undersigned local government (Applicant) applies and agrees to become a Participant in the Local Government Investment Cooperative (LOGIC) Trust.

- 1. Authorization.** The governing body of Applicant has duly authorized this application by adopting the following resolution at a meeting of such governing body duly called, noticed, and held in accordance with the Texas Open Meeting Law, chapter 551, Texas Government Code, on _____, 20__:

WHEREAS, it is in the best interests of this governmental unit ("*Applicant*") to invest its funds jointly with other Texas eligible investing entities in the Local Government Investment Cooperative (LOGIC) Trust in order better to preserve and safeguard the principal and liquidity of such funds and to earn an acceptable yield; and

WHEREAS, Applicant is authorized to invest its public funds and funds under its control in LOGIC and to enter into the Participation Agreement and Trust Instrument authorized herein;

NOW, THEREFORE, BE IT RESOLVED THAT:

SECTION 1. The form of application for participation in LOGIC attached to this resolution is approved. The officers of Applicant specified in the application are authorized to execute and submit the application, to open accounts, to deposit and withdraw funds, to agree to the terms for use of the website for online transactions, to designate other authorized representatives, and to take all other action required or permitted by Applicant under the Agreement created by the application, all in the name and on behalf of Applicant.

SECTION 2. This resolution will continue in full force and effect until amended or revoked by Applicant and written notice of the amendment or revocation is delivered to the LOGIC Board of Trustees.

SECTION 3. Terms used in this resolution have the meanings given to them by the application."

- 2. Agreement.** Applicant agrees with other LOGIC Participants and the LOGIC Board of Trustees to the terms and conditions in the Participation Agreement and Trust Instrument, effective on this date, which are incorporated herein by reference. Applicant makes the representations, designations, delegations, and representations described in the Participation Agreement and Trust Instrument.

- 3. Taxpayer Identification Number.** Applicant's taxpayer identification number is _____

- 4. Contact Information.**

Applicant primary mailing address: _____

Applicant physical address (if different): _____

Applicant main phone number: _____

Applicant main fax number: _____

- 5. Authorized Representatives.** Each of the following Participant officials is designated as Participant's Authorized Representative authorized to give notices and instructions to the LOGIC Board of Trustees in accordance with the Agreement, the Bylaws, the Investment Policy, and the Operating Procedures:

1. Name: _____ Title: _____

Signature: _____ Phone: _____

Email: _____

2. Name: _____ Title: _____

Signature: _____ Phone: _____

Email: _____

3. Name: _____ Title: _____

Signature: _____ Phone: _____

Email: _____

4. Name: _____ Title: _____

Signature: _____ Phone: _____

Email: _____

{REQUIRED} PRIMARY CONTACT: List the name of the Authorized Representative **listed above** that will be designated as the Primary Contact and will receive all LOGIC correspondence including transaction confirmations and monthly statements.

Name: _____

{OPTIONAL} INQUIRY ONLY CONTACT: In addition, the following additional Participant representative (**not listed above**) is designated as an ***Inquiry Only*** Representative authorized to obtain account information:

Name: _____ Title: _____

Signature: _____ Phone: _____

Email: _____

Applicant may designate other authorized representatives by written instrument signed by an existing Applicant Authorized Representative or Applicant's chief executive officer.

DATED _____

**REQUIRED
PLACE OFFICIAL SEAL OF ENTITY HERE**

(NAME OF ENTITY/APPLICANT)

SIGNED BY:

(Signature of official)

(Printed name and title)

ATTESTED BY:

(Signature of official)

(Printed name and title)

FOR INTERNAL USE ONLY
APPROVED AND ACCEPTED: LOCAL GOVERNMENT INVESTMENT COOPERATIVE (LOGIC)

.....
AUTHORIZED SIGNER

DATE

V082023

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Sale of Cargo Refrigeration Equipment

Department: Airline Relations

Amount:

Revised Amount:

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- Execute a bill of sale for the refrigeration equipment leased and used by ALX Cargo Center IAH LLC, dba dnata Cargo USA (“dnata”) in the amount of \$277,000.
- DFW purchased this equipment in 2017 to expedite the establishment of an airside cold chain facility. The original lease for the equipment provided dnata a right of first refusal to purchase the equipment.
- The purchase price is based on an appraisal with adjustments for lease payments made since the appraisal.
- Selling this equipment to dnata Cargo USA will ensure continuity of cold chain capabilities at DFW.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- N/A - Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Conveyance/Selling of Airport Board Property or Facilities)

ADDITIONAL INFORMATION:

Fund	Project Number	External Funding Source
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Attachments: None

Approvals

Milton De la Paz, Vice President - Airline Relations	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Sale of Cargo Refrigeration Equipment

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Legal Services with Munck Wilson Mandala

Department: Legal

Amount: \$75,000

Revised Amount: \$123,000

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- This action would increase the Board's contract for legal services in connection with Willow Technologies matters.
- On January 19, 2019, under the authority of the Chief Executive Officer, the Board entered into a contract with the firm of Munck Wilson Mandala to provide legal services in connection with a commercial relationship with Willow Technologies matters. This action will increase the amount of the contract to fund continued legal services regarding such Willow Technologies matters as they arise.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, no M/WBE goal was determined for this contract increase due to the limited availability of M/WBE firms with the required expertise.

ADDITIONAL INFORMATION:

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Elaine Rodriguez, General Counsel - Legal	Approved - 8/21/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Legal Services with Munck Wilson Mandala

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Legal Services with Milby, LLC

Department: Legal

Amount: \$150,000

Revised Amount: \$1,093,490

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- This action would increase the Board's contract for Legal Services regarding representation in connection with construction and/or engineering matters.
- On September 11, 2017, the Board entered into legal services contract with Mitchell Milby for general advice and counsel in connection with construction and/or engineering matters.

D/S/M/WBE INFORMATION:

- In accordance with the Board's historical SBE Program, no SBE goal was determined for this Contract due to the limited availability of SBE firms that can perform this service.
- Milby LLC is a certified Small Business Enterprise (WM-C) and will be counted towards the Board's historical SBE Program goal.

ADDITIONAL INFORMATION:

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Elaine Rodriguez, General Counsel - Legal	Approved - 8/21/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Legal Services with Milby, LLC

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Environmental Pollution Liability Insurance

Department: Risk Management

Amount: \$83,960

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- The Environmental Pollution Liability Insurance policy will cover Airport liability exposures, including bodily injury, and property damage arising from a pollution event (spills, leaks, explosions, mold or release) or transportation of waste materials.
- Renewal represents a flat premium, with no increase from the expiring FY23/24 policy.
- Coverage Terms and Limits (Same as Expiring):
 - Per Occurrence Limits are \$15,000,000
 - Aggregate Limits - \$15,000,000 Per Occurrence
 - Deductible/Retention - \$500,000 Aggregate
- Great American Insurance Company, was selected based upon the ability to offer the broadest available terms & coverage. One other carrier provided a quote, however they were not competitive.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- Not subject to a contract-specific goal. (Exemption: Insurance Premiums)

ADDITIONAL INFORMATION:

- Incumbent insurance carrier Great American Insurance Company, is an A. M. Best A XV rated carrier.
- Defense costs are included as coverage and are outside the stated insurance limits.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Catrina Gilbert, Vice President - Risk Management	Approved - 8/21/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Environmental Pollution Liability Insurance

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Airport Public Officials Liability (Board) Insurance

Department: Risk Management

Amount: \$129,525

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- The Public Officials Liability Insurance policy will cover errors and omissions for all Board officers, directors, selected or appointed officials.
- This renewal represents a 10.2% premium decrease from FY24 to FY25.
- Renewal Term Coverage (same as expiring):
 - Per Occurrence Limits - \$5,000,000
 - Aggregate Limits - \$10,000,000
 - Per Claim Deductible/Retention - \$100,000
- 6 carriers were solicited and 2 provided quotes.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- Not subject to a contract-specific goal. (Exemption: Insurance Premiums)

ADDITIONAL INFORMATION:

- Liberty Mutual Insurance Company is an A.M. Best A++XV rated carrier.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Catrina Gilbert, Vice President - Risk Management	Approved - 8/21/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Airport Public Officials Liability (Board) Insurance

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Auto Liability Insurance

Department: Risk Management

Amount: \$75,000

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- This is a renewal policy under an intergovernmental agreement with the Texas Municipal League Intergovernmental Risk Pool for Auto Liability Insurance coverage.
- This policy allows the airport to meet statutory requirements for financial responsibility for automobile/driving exposures.
- Auto Liability Insurance provides protection from third parties for liability exposures and losses caused by an auto accident involving an airport-owned/leased vehicle.
- The coverage includes protection for personal injury and property damage to others.
- Coverage Limits (Same as expiring):
 - Per Occurance Limit \$1,000,000
 - Aggregate Limits - \$1,000,000
 - Deductible/Retention - \$25,000
- FY25 premium represents a \$15,121 (27.5%) increase over the expiring policy due to a rate increase and the purchase of additional vehicles to be added to the vehicle schedule.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- Not subject to a contract-specific goal. (Exemption: Insurance Premiums)

ADDITIONAL INFORMATION:

- The program allows authorized vehicles to go off-property for Airport related business. The vehicle schedule is updated as vehicles are added, replaced, or removed from service. TML is a part of an inter-governmental organization providing liability coverage for governmental entities.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Catrina Gilbert, Vice President - Risk Management

Approved - 8/21/2024

Bruce Collins, Vice President - Procurement and Materials Management

Approved - 8/21/2024

Tamela Burks Lee, Vice President - Business Diversity and Development

Approved - 8/22/2024

Resolution No.:

Auto Liability Insurance

Abel Palacios, Vice President - Finance
Elaine Rodriguez, General Counsel - Legal
Sean Donohue, Chief Executive Officer

Approved - 8/22/2024
Approved - 8/22/2024
New -

Resolution No.:

Auto Liability Insurance

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Physical and Vaccination Services

Department: Risk Management

Amount: \$10,000

Revised Amount: \$59,999

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- This consent item provides funding to continue the physicals/vaccinations through the vendor, Concentra, for four months.
- These services will fold into the new clinic services contract and this separate contract will expire.

D/S/M/WBE INFORMATION:

- The annual goal for the historical SBE Program is 21%.
- No SBE goal determined. (Original contract value under \$50,000.)

ADDITIONAL INFORMATION:

- In August 2024, by staff authority, th Airport awarded contract no. 8004898, Physical and Vaccination Services, to Occupational Health Centers of the Southwest, P.A. DBA Concentra Medical Centers, of Addison, Texas.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Catrina Gilbert, Vice President - Risk Management	Approved - 8/21/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Physical and Vaccination Services

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Mosquito Fogging

Department: Risk Management

Amount: \$230,000

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve to ratify purchase order no. DFW5660 for Mosquito Fogging with Rollins Inc., dba Prime Pest Management dba Orkin 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.

BACKGROUND:

- This contract will provide for ground-based mosquito control to supplement the current prevention strategies that include preventing breeding mosquito-breeding grounds, traps, and testing for potential diseases.
- The services provided by this contract will provide reactive elimination strategies targeted at the mosquito population present and will include various techniques for ground spraying and thermal fogging.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- Not subject to a contract-specific goal. (Exemption: Public Health and Safety)

ADDITIONAL INFORMATION:

- This purchase is exempt from public procurement in accordance to Local Government Code 252.223, as it is a procurement necessary to preserve or protect the public health and safety of the Airport's traveling public, tenants and employees.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Catrina Gilbert, Vice President - Risk Management	Approved - 8/21/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Mosquito Fogging

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

Finance Committee

Resolution No.:

Subject: Employee Assistance Program

Department: Human Resources

Amount: \$232,320

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- The contract provides an Employee Assistance Program to Airport employees
- Access to 24/7 resources (e.g., counselors) to minimize stress, anxiety, and positively impact employee health (mental & emotional)

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, no M/WBE goal was determined for this contract due to the limited availability of M/WBE firms that perform this service.

ADDITIONAL INFORMATION:

- Three proposals, none from M/WBE firms, were received on or before the due date of July 19, 2024.
 - CuraLinc LLC dba CuraLinc Healthcare, of Chicago, Illinois
 - Deer Oaks EAP Services, LLC, of San Antonio, Texas
 - Wellness for the Workplace of Grand Prairie, Texas
- Based on evaluations of the proposals submitted, the evaluation committee recommends award of the contract to Deer Oaks EAP Services, LLC, of San Antonio, Texas.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Cyril Puthoff, Vice President - Human Resources	Approved - 8/20/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Employee Assistance Program

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Onsite Medical Clinic Services

Department: Human Resources

Amount: \$120,000

Revised Amount: \$2,484,840

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- This action would increase the Board's contract for Onsite Health Clinic Services in support of service continuation.
- Employees access preventive health care and screenings through the Onsite Health Clinic to help minimize claims, prevent chronic disease, and impact employee health.
- The new contract is expected to be executed in November 2024 with the incumbent.

D/S/M/WBE INFORMATION:

- The annual goal for the historical SBE Program is 20%.
- No SBE goal determined. (No Availability)

ADDITIONAL INFORMATION:

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Cyril Puthoff, Vice President - Human Resources	Approved - 8/20/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Onsite Medical Clinic Services

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Professional Development Training Services

Department: Human Resources

Amount: \$232,000

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- The contract will provide professional development training for TBU department employees.
- The content of this training is tailored to the transportation business unit and includes operational team building, customer service excellence in transportation, and transportation innovation.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- No M/WBE goal determined. (Original contract value under \$50,000.)

ADDITIONAL INFORMATION:

- Three proposals, none from M/WBE firms, were received on or before the due date of May 30, 2024.
 - Improving Communications, LLC of Port Washington, New York
 - NobleProg New York, Inc., of New York, New York
 - Turnkey Coaching & Development Solutions, LLC of Houston, Texas
- Based on the evaluation of the proposals submitted, the evaluation committee recommends award of the contract to Turnkey Coaching Solutions of Houston, Texas.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Cyril Puthoff, Vice President - Human Resources	Approved - 8/20/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Professional Development Training Services

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Inventory Management Software System

Department: Information Technology Services

Amount: \$333,952

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- The RFSmart integration with Oracle Fusion Inventory will allow the Airport to track and manage non-warehouse inventory in the Central Warehouse in a single system.
- This action will transition the services from a purchase order procurement to a contract for use with the Fusion software platform.
- Use of other vendor technology would not provide a single data environment or tight integration with core chain of custody processes and system functions.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, no M/WBE goal was determined for this contract due to the limited availability of M/WBE firms that perform this service.

ADDITIONAL INFORMATION:

- This contract is a Specified Source.
- The RFSmart is uniquely qualified to provide integration into the Oracle Fusion application.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Michael Youngs, Vice President - Information Technology Services	Approved - 8/21/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Inventory Management Software System

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Axon Taser Camera and Evidence System

Department: Information Technology Services

Amount: \$102,492.60

Revised Amount: \$3,286,417.65

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- Purchase of additional body cameras and licenses in support of the Department of Public Safety (DPS) for Civilian Detention Officers and projected new employees.
- Provides Accountability and Transparency, Evidence Collection, Safety and Security, Training and Improvement, Public Trust, and Reduction in Complaints

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- N/A - Not subject to a goal per the Board's M/WBE Policy due to the nature of the procurement. (Emergency Purchase for the Public Health & Safety)

ADDITIONAL INFORMATION:

- On March 4, 2021, by Resolution No. 2021-03-050, the Airport awarded contract no. 7007046 for Axon Taser Camera and Evidence System, with Axon Enterprise, Inc., of Scottsdale, Arizona.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Michael Youngs, Vice President - Information Technology Services	Approved - 8/21/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Axon Taser Camera and Evidence System

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Closed Circuit Television Software

Department: Information Technology Services

Amount: \$174,100.43

Revised Amount: \$2,585,069.79

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- Action facilitates ongoing maintenance and support of the Qognify's Video Management Software (QVMS.)
- QVMS provides role based access, view control, and retention of DFW's camera feeds.
- DFW surveillance cameras provide situational awareness for multiple departments supporting passenger experience, operations, and security.
- System provides integrations enabling camera feeds to be shared with third-party systems.

D/S/M/WBE INFORMATION:

- The annual goal for the historical SBE Program is 20%.
- N/A - Not subject to a goal per the Board's historical SBE policy due to the nature of the procurement. (Sole Source)

ADDITIONAL INFORMATION:

- On March 9, 2017, by Resolution No. 2017-03-068, the Airport awarded contract no. 7006494, Closed Circuit Television Maintenance with Qognify, Inc., of Woodcliff Lake, New Jersey.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Michael Youngs, Vice President - Information Technology Services	Approved - 8/21/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Closed Circuit Television Software

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Fiscal Year 2025 Public Facility Improvement Corporation Budget

Department: Finance

Amount:

Revised Amount:

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve Fiscal Year 2025 Public Facility Improvement Corporation Budget

BACKGROUND:

- The Dallas Fort Worth International Airport Public Facility Improvement Corporation (PFIC) manages on behalf of the Airport:
 - Grand Hyatt Hotel
 - Hyatt Place Hotel
 - Campus West
 - Rent-A-Car (RAC) collection and disbursement of funds from the Customer Facility Charge (CFC) and Customer Transportation Charge (CTC)
 - 19th Street Cargo
- Both the CFC and the CTC are collected by the rental car companies, from their customers, and remitted to the PFIC.
- The CFC is used to pay for capital improvements to the Rental Car Center and purchase Rental Car buses. Any excess amounts may be used for capital expenditures on airport facilities. The CTC is used to pay for the operations and maintenance of the Rental Car buses.
- Attached is the PFIC Budget for Fiscal Year 2025. This Budget includes revenues, expenditures and capital projects of the business units described above.
- The PFIC Budget was reviewed and approved by the PFIC Board at their July 16, 2024, meeting.
- This action provides compliance with the Rules and Regulations of the PFIC.

D/S/M/WBE INFORMATION:

- Not Applicable

ADDITIONAL INFORMATION:

Fund	Project Number	External Funding Source
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Attachments: PFIC OBA Budget

Approvals

Abel Palacios, Vice President - Finance	Approved - 8/20/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/21/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Fiscal Year 2025 Public Facility Improvement Corporation
Budget

PFIC FY 2025 Budget for Approval

(in millions)	Grand Hyatt	Hyatt Place	Campus West	RAC	19th Street Cargo	Total
Revenues	\$ 44.3	\$ 7.4	\$ 6.1	\$ 39.5	\$ -	\$ 97.3
Expenses	(25.9)	(5.1)	(3.8)	(17.2)	-	(52.0)
Debt service	(5.1)	-	-	-	(4.7)	(9.8)
Net before investment income	<u>13.3</u>	<u>2.3</u>	<u>2.3</u>	<u>22.3</u>	<u>(4.7)</u>	35.5
Investment income						<u>9.1</u>
Net revenues						<u>\$ 44.6</u>
Capital expenditures	<u>\$ 33.3</u>	<u>\$ 0.1</u>	<u>\$ 1.0</u>	<u>\$ 26.2</u>	<u>\$ 25.0</u>	<u>\$ 85.6</u>

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Additional Contribution to the DFW Retirement Plans for Fiscal Year 2024

Department: Finance

Amount: \$10,000,000

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve that the Chief Executive Officer or designee be authorized to contribute up to \$10 million to the DFW Retirement Plans based on FY2024 actual financial results of the Operating Revenue and Expense Fund.

BACKGROUND:

- The contribution amount will be limited to an amount not to exceed \$10 million so as not to exceed the FY 2024 Expenditure Budget. No budget amendment is being requested for Fiscal year 2024.
- The contribution will be allocated to DFW's defined benefit retirement plans and the defined contribution retirement plan based on the number of active employees participants in each plan as of the end of FY 2024.
- The defined benefit plans are currently funded at 83.8 % for the Employee plan and 82.1% for the Department of Public Safety (DPS) plan.

D/S/M/WBE INFORMATION:

- Not Applicable

ADDITIONAL INFORMATION:

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Abel Palacios, Vice President - Finance	Approved - 8/20/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/21/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Additional Contribution to the DFW Retirement Plans for
Fiscal Year 2024

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Audit Services' Fiscal Year 2025 Annual Plan

Department: Audit Services

Amount:

Revised Amount:

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

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).

BACKGROUND:

- Audit Services developed our FY 2025 Annual Plan based on annual risk discussions focused on the Airport's most recent Enterprise Risk Management assessment results.
- Audit Services also utilizes internal analysis techniques to identify other areas of possible review to include in the Annual Plan.
- The Annual Plan is structured in four categories: Core Projects/Activities, Quarterly Reporting, Additional Projects and Initiatives.
- Progress towards achievement of the Annual Plan will be reported quarterly to the Board.

D/S/M/WBE INFORMATION:

- Not Applicable

ADDITIONAL INFORMATION:

- Funding for the resources necessary to execute the Annual Plan is included in the Airport's FY 2025 budget.
- When conducting assessments, Audit Services uses various methodologies to obtain sufficient, appropriate evidence that provides a reasonable basis for its findings and conclusions based on the audit objectives and that reduces audit risk to an acceptably low level. These methodologies typically include direct observations, interviews and other inquires, and document and record reviews.
- The Board of Directors through the Finance, Audit and IT Committee oversees the Department of Audit Services.

Fund	Project Number	External Funding Source
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Attachments: FY 2025 Annual Plan

Approvals

Aaron Munoz, Director - Audit Services

Tamela Burks Lee, Vice President - Business Diversity and Development

Abel Palacios, Vice President - Finance

Elaine Rodriguez, General Counsel - Legal

Sean Donohue, Chief Executive Officer

Approved - 8/20/2024

Approved - 8/21/2024

Approved - 8/22/2024

Approved - 8/22/2024

New -

Resolution No.:

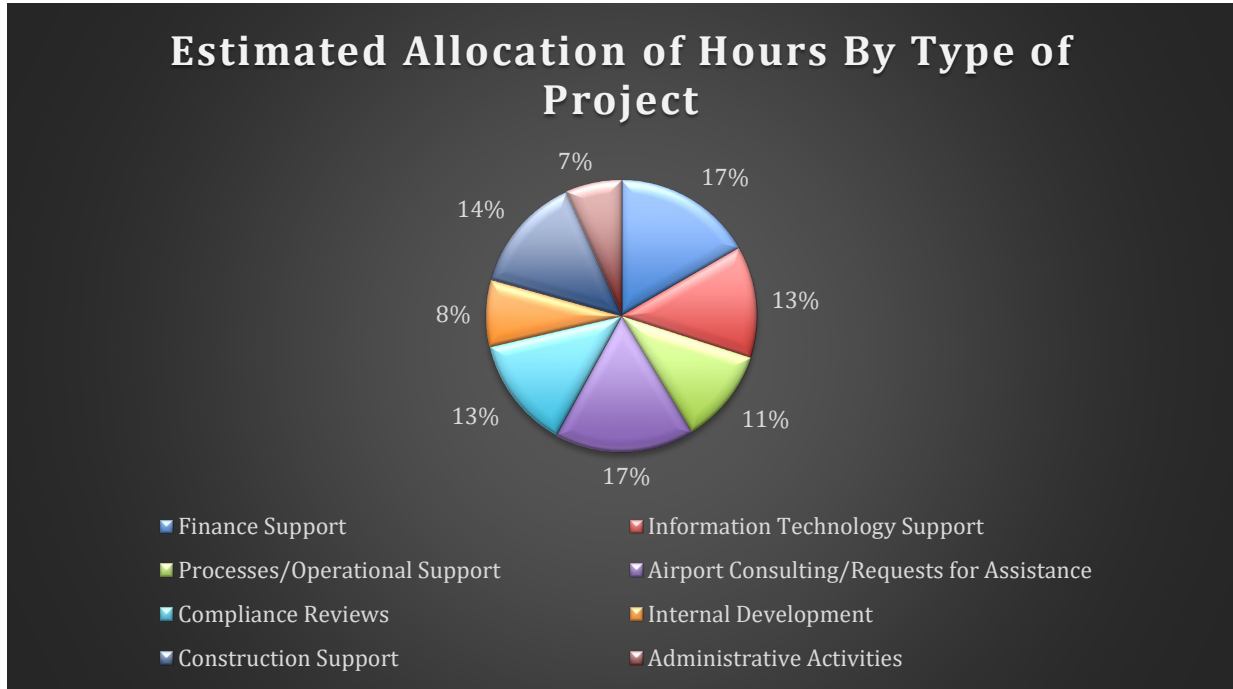
Audit Services' Fiscal Year 2025 Annual Plan

Fiscal Year 2025



FY 2025 ANNUAL PLAN OVERVIEW

Audit Services has developed our FY 2025 annual plan based on the results of our annual risk discussions. During our risk discussions, we solicited input from and held meetings with Finance, Audit, and IT Committee members, executive and senior staff; we reviewed management's strategic plan, and considered processes and responsibilities, along with applicable laws and regulations. We worked closely with Risk Management, utilizing the identified high-risk areas obtained during their Enterprise Risk Management (ERM) workshops. Utilizing this information helped to ensure a common focus was held in the development of this plan. Consequently, we believe the proposed annual plan provides balanced coverage of the risk identified during the ERM workshops. The chart below shows the estimated allocation of hours by type of project.



We have grouped the annual plan detail on the following pages into four categories: core projects, quarterly reporting, additional projects, and initiatives.

Core projects include projects we perform every year—such as audits of investment controls and compliance, reviews of ethics matters, and board member and management consulting—as well as specifically identified projects we plan to complete during FY 2025.

Quarterly reporting was a new activity for Audit Services during FY 2023. We have seen benefit to Airport operations and compliance activities based on the results of these projects and plan to continue the projects into FY 2025, with some adjustments that are discussed below. We will perform continuous assessments and reviews of those areas that were deemed to be significant based on risk discussions held. We will update the Board Finance, Audit, and IT Committee quarterly on our work.

Additional projects are selected from areas such as revenue agreements (concessions) and ground transportation charges. The number of additional projects completed will depend on the remaining hours available.

FY 2025 ANNUAL PLAN DETAIL

Initiatives are non-audit projects that assist the organization or increase the efficiency and effectiveness of the Department of Audit Services.

CORE PROJECTS/ACTIVITIES

1. Investment Controls and Compliance

This is an annually required activity for Audit Services. As of June 30, 2023, the Airport held around \$2.8 billion in investments. We will determine whether controls over investments were adequate and whether staff complied with the Public Funds Investment Act and the Airport's investment policies.

2. Implementation of Cyber Security Improvement Road Map

During FY 2024, Information Technology Services (ITS) contracted with Deloitte Transactions and Business Analytics LLP (Deloitte) to conduct a Cyber Capability Maturity Assessment (CCMA), using the Center for Internet Security's 18 Critical Security Controls as a framework. Additionally, as part of the assessment, Deloitte provided recommendations and developed a plan to improve the Airport's cyber maturity level and a three-year roadmap for cyber-related improvements.

During FY 2024, Audit Services utilized the information generated from the roadmap to follow along with ITS in the initial implementation of the cyber-related improvements. We provided feedback on these implementations to ITS and validated their implementation journey for the Board. For FY 2025, ITS will continue with their implementation of cyber-related improvements and Audit Services will continue to walk along with them in this process while providing the Board with regular updates on progress.

3. B2Gnow Reporting

The Airport is tasked with ensuring we create and sustain a business environment that enables disadvantaged, small, minority and women-owned business enterprises to compete equitably for business opportunities and achieve economic success, contributing to DFW's overall mission of expanding economic benefits.

The Business Diversity and Development department utilizes the B2Gnow supplier diversity software to manage and track the Airport's compliance with the Board established Minority or Women-owned Business (M/WBE), Disadvantage Business Enterprise (DBE), and Airport Disadvantage Business Enterprise (ACDBE) goals. Audit Services will perform a validation of the software's reporting management function by sampling various transactions within the system for accuracy.

4. Contract Creation/Management Process

For the last two fiscal years Audit Services has been conducting reviews and assessments of various Airport contracts. The goal of this activity was to assist the Airport with identifying and addressing systemic issues that are hindering the efficiency and effectiveness of overall operations. Our analysis has led us to identifying possible issues of consistency with the Airport's contract and solicitation development process. While every Airport department with contracts plays a role in the creation of a contract or solicitation, the Procurement and Materials Management department is utilized as a facilitator and guide through the process as a whole.

FY 2025 ANNUAL PLAN DETAIL

In order to better understand the nuances surrounding the activities associated with contract and solicitation development, Audit Services will select a sample of contracts from various Airport departments and walk through their creation from initial solicitation to finalization. We will determine if a consistent and compliant process is followed and provide feedback to the Airport in areas where changes may benefit the organization to ensure our contracts are mutually beneficial to both the Airport and our contractors.

5. Environmental, Social, and Governance Reporting

Annually, the Airport provides information about its performance and impact on environmental, social, and governance (ESG) issues. The purpose of providing this information is to help communicate the Airport's performance in these areas to the community and help identify areas where improvements can be made. ESG reporting can also be beneficial for stakeholders, such as investors, employees, and customers. The Airport plans to increase the transparency of this report by making the results available to our stakeholders.

Audit Services initiated our review of the ESG reporting process in fiscal year 2023 with the validation of the environmental section of this report. During fiscal year 2024 we completed our assessment of the governance section and provided a subsequent memo to the Board on our results. For fiscal year 2025, we will complete our assessments with a review of the social section information provided in the ESG report. This assessment will continue to provide validation on the reporting of calculations that are utilized in the creation of the report.

6. Contract Reviews (IT Contracts, Contract Renewals, Contracts Between 25-50K, Marketplace Purchase Reviews)

In addition to our quarterly memo on contract assessments, Audit Services will be continuing regular reviews of specific contract activities. For example, we will be reviewing IT contracts from the past several fiscal years to determine implementation of procured items (i.e., software, hardware, and services). We will review contract renewals and contracts between 25-50K for reasonableness and compliance with Airport policy and procurement laws. We will also review purchases made utilizing the Airport's newly established marketplace within the Oracle Fusion system for reasonableness.

7. Ethics Matters

Audit Services administers the DFW Employee Ethics Line and, along with the Executive Vice President of Administration, Diversity, Equity and Inclusion and the Airport's General Counsel, reviews the reports received. Audit Services will investigate allegations of unethical business activities and will advise employees with respect to the Airport's *Code of Business Ethics*. Additionally, Audit Services plans to document the Ethics Line intake and distribution procedures. Documented processes should assist with the efficiency of addressing calls received as well as timeliness.

8. Board of Directors Consulting

We will review and follow up on the monthly Board meeting agenda items, attend the Board and committee meetings, and respond to Board Members' requests for information and special projects. We will also follow up on open audit recommendations and prepare quarterly Audit Updates.

FY 2025 ANNUAL PLAN DETAIL

9. Management Consulting

We will respond to requests for assistance from the Chief Executive Officer, his executives, and the Airport's General Counsel. Examples of previous consulting services and other projects performed include advising management with respect to internal controls, security, and policy matters, and reviewing proposed contracting actions and documents.

QUARTERLY REPORTING

1. Procurement and Materials Management

Audit Services has worked with the Procurement and Materials Management (PMM) department for the past two fiscal years, reviewing procurement card processes and transactions and identifying recommendations to enhance controls. Together, both departments were not only able to identify instances of non-compliance, but also identify ways to proactively address the core causes of these instances. As our recent memos to the Board have shown, the instances of non-compliance have decreased significantly over the last two years, leading us to conclude that our efforts with PMM can produce beneficial results for the Airport.

PMM plays a crucial role in the operations of the Airport as a whole. Their involvement stretches from procurement solicitations to invoice validation and payment across all Airport departments. Because of the extent of PMM's involvement in Airport operations and the benefits of proactively identifying improvement opportunities with PMM, for fiscal year 2025, Audit Services will extend its review to other procurement controls and processes. The goal of these reviews will be to identify inefficiencies or control issues and within operations and provide proactive recommendations to help further develop well-functioning processes. Audit Services will report quarterly on our activities to the Board.

2. Contract Assessments

Audit Services will continue to review contracts for construction, infrastructure, and development activities. In order to achieve our goal of continuous review in these areas, we have implemented procedures for assessing contracts of all types: construction, services, materials, and equipment. While construction contracts are readily identifiable as related to construction activities, we have noted in previous contract assessments that some service, material, and equipment contracts will play a role in the Airport's construction activities as well. We have included some of these contracts within our assessment to ensure a more robust perspective on construction or the contracting process as a whole.

The goal of our continuous contract reviews will be to assist the Airport in identifying and addressing systemic issues that are hindering the efficiency and effectiveness of its operations. We have seen good results from prior assessments in the past two fiscal years and are hopeful that these results will continue. Audit Services will report quarterly on the results of their activities to the Board.

3. IT Controls and Process Consulting Assistance

Audit Services will continue providing periodic consulting assistance to ITS, related to IT controls and processes. Significant consulting assistance may be agreed upon by the Vice President of ITS and the Director of Audit Services. Our ITS consulting and assistance activities cover a range of IT control and process areas of varying scopes and durations on an ongoing basis. We will keep the Board informed quarterly on the results of our control assessments, discussions with ITS management on those control assessments, and the results of implemented actions taken by ITS to address risk and control issues that may be identified.

FY 2025 ANNUAL PLAN DETAIL

ADDITIONAL PROJECTS

1. Revenue Agreements and Ground Transportation Charges

During revenue agreement audits, we determine whether concessionaires and others accurately reported revenues and computed and paid fees due and complied with other selected contract provisions. This category provides for auditing entities such as food and beverage concessionaires, retail concessionaires, passenger amenity providers, rental car agencies, and hotels. We may also audit ground transportation and parking providers operating at the Airport.

2. Concessionaire Audit Follow-Ups

Audit Services has consistently conducted audits of the Airport's concessionaires over the past several years. Our audits are structured to help ensure the concessionaires are complying with their contractual obligations and that the Airport is being properly compensated. However, the majority of these audits have not identified materially significant issues that would cause Audit Services to perform follow-up analyses and ensure corrective actions were taken for instances of non-compliance.

For FY 2025, Audit Services will select a sample of the non-material reported concession audit issues and determine what corrective actions have been taken by the concessionaires. The results of this work will help us to identify, if possible, changes may need to be implemented into our concession audit processes (i.e., integrate follow-up activities on the low materiality issues identified in our audits).

3. Controls Over Apple Products

The Airport purchases and issues various Apple products, such as MacBooks, iPads, and iPhones, to employees and departments for business use. We will audit the processes around managing Apple products and determine whether controls over accountability for Apple products were adequate and whether data was appropriately removed from decommissioned or unassigned devices.

INITIATIVES

1. Perform Annual Internal Quality Assurance Improvement Program and Implementation of Previous Year's Recommendations

Quality in internal auditing is guided by both an obligation to meet customer expectations and professional responsibilities inherent in conforming to the *International Standards for the Professional Practice of Internal Auditing*. During fiscal year 2023 Audit Services established procedures for our internal Quality Assurance Improvement Program (QAIP) that will draw conclusions regarding the quality of our activities and lead to internal recommendations for appropriate improvements.

For fiscal year 2024 Audit Services performed our first internal QAIP procedures and will provide the results to the Board in our fourth quarter audit update. The results of the assessment will provide our compliance with the standards and set a plan of action for any areas of non-compliance identified. For fiscal year 2025 we will again review our conformance with required standards and provide the Board with a follow-up report on how we addressed any non-compliance issues identified from the 2024 assessment.

FY 2025 ANNUAL PLAN DETAIL

2. Business Analytics Tool Assessment

Audit Services currently uses Microsoft Excel for analytical procedures and reporting. As the Airport progresses in its digital transformation journey, there is a growing need for more effective and efficient analytical tools. Business analytics tools can offer Audit Services with enhanced capabilities in data visualization, reporting, data integration, automation of repetitive tasks, and collaboration. Microsoft Power BI, already used by certain other Airport departments, is a robust business analytics tool that can improve these capabilities. Audit Services plans to explore the use of Microsoft Power BI for its analytical procedures and assess its additional benefits for the department. Furthermore, we will develop a training plan to enhance the capabilities of select staff members.

3. External Auditor Assistance

Audit Services aids the Airport's external audit firm (currently Plante Moran, PLLC) with the annual audit of the Airport's financial statements. Assisting the external auditors reduces outside audit fees and facilitates a smooth workflow. We typically assist the external audit firms in areas such as IT general controls over financial reporting, accounts payable, operating expenses, revenue, accounts receivable, Passenger Facility Charges, and airline rates and charges. We also coordinate the external audit of the Airport's employee pension plans and the Single Audit of federal financial assistance.

4. Update Audit Services' Policies and Procedures

In January 2024, the Institute of Internal Auditors issued an extensive revision to the *Global Internal Audit Standards*. We will update our policies and procedures and the templates we use in our electronic working paper software to conform to the revisions. Additionally, we will train Audit Services staff regarding the changes to the *Global Internal Audit Standards*.

5. Update the Risk Assessment for FY 2025

We will update our Airport-wide risk assessment by reviewing departments' business objectives, major revenue and expense items, applicable laws and regulations, information systems, risk perceptions, and other factors. We will consider the risk assessment as we develop our annual plan for FY 2025.

Audit Services will continue to work with Risk Management in the development of collaborative processes to address the concerns/needs of the Airport through our risk identification activities and individual work plans.

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Airport Owners and Operators General Liability Insurance

Department: Risk Management

Amount: \$615,976

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- The Airport General Liability insurance policy will cover protection from third party liability exposures and losses resulting from accidents and incidents occurring on Airport property and/or from Airport operations.
- Expiring 2022/2024 Premium - \$559,000 which is provided by Chubb Insurance Company.
- 2024/2026 renewal cycle represents a \$56,976 or 10.2% premium increase over expiring.
- Renewal 2024/2026 Terms & Conditions:
 - Per Occurrence Limits - \$20,000,000 Texas Tort Limited
 - Aggregate Limits - \$20,000,000
 - Per Claim Deductible/Retention - \$25,000

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- Not subject to a contract-specific goal. (Exemption: Insurance Premiums)

ADDITIONAL INFORMATION:

- Chubb Insurance Company, is an A.M. Best A++ XV rated carrier
- ACE Property and Casualty Insurance Company is a subsidiary of Chubb and is an A.M. Best A++ XV rated carrier

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Catrina Gilbert, Vice President - Risk Management	Approved - 8/21/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Airport Owners and Operators General Liability Insurance

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Pension Actuarial Services

Department: Human Resources

Amount: \$1,043,225

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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 of designee is authorized to exercise options year at the Airport's discretion and execute said contract.

BACKGROUND:

- The pension data is stored in the PeopleSoft pension module which will be discontinued 12/31/2024 with the migration to WorkDay. The WorkDay system does not have a pension module so a new vendor will be required to maintain and administer the pension data.
- The current pension actuarial services contract will end 12/31/2024 and does not currently provide a system to maintain and administer the pension data.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- No M/WBE goal determined. (Limited Availability)

ADDITIONAL INFORMATION:

- Six proposals, none from M/WBE firms, were received on or before the due date of June 14, 2024.
 - CBIZ Benefits and Insurance Services, Inc. of Cleveland, Ohio
 - Conduent Human Capital Solutions, LLC of Florham Park, New Jersey
 - Foster and Foster Consulting Actuaries, Inc. of Fort Myers, Florida
 - Lauterbach and Amen, LLP of Naperville, Illinois
 - Pension Planning Consultants, Inc. of Addison, Texas
 - Rudd and Wisdom, Inc. of Austin, Texas
- Based on evaluations of the proposals submitted, the evaluation committee recommends awarding the contract to Rudd and Wisdom, Inc of Austin, Texas.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Cyril Puthoff, Vice President - Human Resources
Bruce Collins, Vice President - Procurement and Materials Management

Approved - 8/20/2024
Approved - 8/21/2024

Resolution No.:

Pension Actuarial Services

Tamela Burks Lee, Vice President - Business Diversity and Development
Abel Palacios, Vice President - Finance
Elaine Rodriguez, General Counsel - Legal
Sean Donohue, Chief Executive Officer

Approved - 8/22/2024
Approved - 8/22/2024
Approved - 8/22/2024
New -

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: DevSecOps Platform Protection

Department: Information Technology Services

Amount: \$720,292.35

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- This action is consistent with the recent cybersecurity assessment conducted.
- Tool identifies vulnerabilities in software applications
- Provides continuous scanning of Airport software assets to identify potential issues based on current threats.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, no M/WBE goal was determined for this contract due to limited availability of M/WBE firms that perform this service.

ADDITIONAL INFORMATION:

- Three bids, including one from a M/WBE firms, were received on or before the due date of July 9, 2024.
- Bid tabulation attached.
- TechnoSphere, Inc. of New York City, New York, is the lowest, responsive, and responsible bidder.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: PA1397 DevSecOps Platform Protection Bid Tab

Approvals

Michael Youngs, Vice President - Information Technology Services
Bruce Collins, Vice President - Procurement and Materials Management
Tamela Burks Lee, Vice President - Business Diversity and Development
Abel Palacios, Vice President - Finance
Elaine Rodriguez, General Counsel - Legal
Sean Donohue, Chief Executive Officer

Approved - 8/21/2024
Approved - 8/21/2024
Approved - 8/22/2024
Approved - 8/22/2024
Approved - 8/22/2024
New -

Resolution No.:

DevSecOps Platform Protection

**Contract No. PA1397
DevSecOps Platform Protection
Bid Tabulation**

Bidders	Bid Amounts
TechnoSphere, Inc. New York, New York	\$720,292.35
Freeit Data Solutions, Inc. Austin, Texas	\$912,828.20
Valiant-X Enterprise Corporation ^{N1} San Antonio, Texas	\$1,289,628.01
Note: 1. M/WBE certified through the North Central Texas Regional Certification Agency	

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Finance, Audit, and IT
Committee**

Resolution No.:

Subject: Closed Circuit Television Hardware

Department: Information Technology Services

Amount: \$17,633,366.25

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- Replaces an existing contract that has been in place 5 years providing maintenance and support of over 4000 video cameras and the IT infrastructure that supports it.
- Video cameras provide situational awareness for multiple departments, supporting passengers, experience, operations, and security.
- Action facilitates ongoing life cycle replacement of cameras in the passenger terminals and parking garages that have reached end-of-service life.
- New camera technology is required to support a comprehensive video analytics platform.
- Provides contract vehicle to support purchase and installation of new cameras on an as-needed basis.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 15%.
- M.C Dean has committed to achieving 15% M/WBE participation utilizing ABL Communications (HM-C:5%), Real Network Services, Inc (HM-C:15%).

ADDITIONAL INFORMATION:

- Four proposals, none from M/WBE firms, were received on or before the due date of July 19, 2024.
 - IES Communications, LLC of Bexar, Texas
 - M.C. Dean, Inc. of Fairfax, Virginia
 - Preferred Technologies of Harris, Texas
 - Convergint Technologies of Dallas, Texas
- The bid submitted by Convergint Technologies of Dallas, Texas, was determined non-responsive as the submission did not meet the specifications outlined in the Airport's solicitation.
- Based on evaluations of the proposal submitted, the evaluation committee recommends award of the contract to M.C. Dean, Inc. of Fairfax, Virginia.

Fund	Project Number	External Funding Source
Operating Fund		

Resolution No.:

Closed Circuit Television Hardware

Attachments: None

Approvals

Michael Youngs, Vice President - Information Technology Services
Bruce Collins, Vice President - Procurement and Materials Management
Tamela Burks Lee, Vice President - Business Diversity and Development
Abel Palacios, Vice President - Finance
Elaine Rodriguez, General Counsel - Legal
Sean Donohue, Chief Executive Officer

Approved - 8/21/2024
Approved - 8/21/2024
Approved - 8/22/2024
Approved - 8/22/2024
Approved - 8/22/2024
New -

Resolution No.:

Closed Circuit Television Hardware

AGENDA
CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE
Tuesday, September 3, 2024
1:00 p.m.

CONCESSIONS/COMMERCIAL DEVELOPMENT COMMITTEE

42. Approve the minutes of the Concessions/Commercial Development Committee Meeting of July 30, 2024

Consent Items for Consideration

- Zenola Campbell 43. Approve to amend Lease Number 008571 dba Cantina Laredo.
- Sharon McCloskey 44. Approve 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

- Zenola Campbell 45. Approve 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. Approve to enter into a Lease Agreement with Trip Hospitality Dallas, LLC dba Capital One Lounge.
- Sharon McCloskey 47. Approve 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.
48. Approve 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.

49. Approve 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.

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Concessions and
Commercial Development
Committee**

Resolution No.:

Subject: Amend Lease No. 008571 dba Cantina Laredo

Department: Concessions

Amount:

Revised Amount:

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve to amend Lease Number 008571 dba Cantina Laredo.

BACKGROUND:

- Concessionaire shall re-concept Cantina Laredo located at Terminal D, Gate D24, Location ID D-NC103A to Chili's Bar & Grill.
- The resolution #2024-01-024 allowed extension and concept change to Chili's/Maggiano's with a lower Minimum Annual Guarantee at \$446,599.
- This location will be re-concepted to the Chili's brand only with an enhanced grab&go and additional square feet for an outside patio similar to other brands in Terminal D. This change will require an increase in the Minimum Annual Guarantee of \$606,886.
- All other terms and conditions, including but not limited to the term and expiration date of said Lease remain in effect based on prior resolution.
- The Concessionaire will be revitalizing this location to provide relevant services to meet passenger needs.
- This action supports the Board's Concession Policy, 1.3.2 of providing and improving the shopping, dining, and service experience at DFW International Airport.

D/S/M/WBE INFORMATION:

- The existing ACDBE and M/WBE commitments will continue to apply to the lease term.

ADDITIONAL INFORMATION:

Fund	Project Number	External Funding Source
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Attachments: None

Approvals

Zenola Campbell, Vice President - Concessions	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/21/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Amend Lease No. 008571 dba Cantina Laredo

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Concessions and
Commercial Development
Committee**

Resolution No.:

Subject: Volunteer Management Tracking Software

Department: Customer Experience

Amount: \$195,000

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- Replaces an existing contract that has been in place for five years.
- The contract provides for the licensing and maintenance of the Ambassador volunteer management software.
- The volunteer management software handles the Ambassador volunteer database, registration for new Ambassadors, shift scheduling, shift sign-in and sign-out, mass communication, volunteer website, and more to meet the daily needs of the program.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, no M/WBE goal was determined for this contract due to the limited availability of M/WBE firms that perform this service.

ADDITIONAL INFORMATION:

- This contract will be through Sourcewell contract no. 121923, which is available to local Government agencies and was approved by Resolution No. 2023-08-187, dated August 10, 2023.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: None

Approvals

Sharon McCloskey, Vice President - Customer Experience	Approved - 8/20/2024
Bruce Collins, Vice President - Procurement and Materials Management	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/22/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Volunteer Management Tracking Software

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Concessions and
Commercial Development
Committee**

Resolution No.:

Subject: Lease Agreement with Premium Port Dallas Fort Worth LLC

Department: Concessions

Amount:

Revised Amount:

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- Premium Port Dallas Fort Worth LLC will operate Plaza Premium Lounge located in Terminal D, Gate D17, ID No. D-3-SV208.
- This lounge will serve as the primary lounge for airline carriers without dedicated lounge service in Terminal D.
- The minimum annual guarantee shall be \$1,053,690.
- Concessionaire will pay the following Percentage Rents:
 - Fifteen Percent of Gross Receipts for the sale of day passes for access to the Plaza Premium Lounge & Plaza Premium First Lounge.
 - Fifteen Percent (15%) of Gross Receipts from the sale of alcohol, hereafter known as Category ALCO.
 - Eleven Percent (11%) of Branding Fees, Marketing Fees, Merchandising Fees, Promotional Allowances, Retail Display Allowance (RDA), and any type of Ancillary Advertising, hereafter known as Category ALLO.
 - Eleven Percent (11%) of all other Gross receipts not listed above, hereafter known as Category MISC.
- The term of the lease shall be ten years.
- This action supports the Board's Concession Policy, 1.3.2 of providing and improving the shopping, dining, and service experience at DFW International Airport.

D/S/M/WBE INFORMATION:

- The annual goal for the ACDBE Program is 31%.
- In accordance with the Board's ACDBE Program, the ACDBE goal for this lease is 0% and the M/WBE goal for design and construction is 30%.
- Premium Port Dallas Fort Worth LLC has committed to achieving 15% ACDBE participation by partnering with M2 Concepts LLC (ACDBE:BM-C) and 30% M/WBE participation for design and construction.

ADDITIONAL INFORMATION:

Fund	Project Number	External Funding Source
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Attachments: None

Approvals

Zenola Campbell, Vice President - Concessions

Approved - 8/21/2024

Tamela Burks Lee, Vice President - Business Diversity and Development

Approved - 8/21/2024

Resolution No.:

Lease Agreement with Premium Port Dallas Fort Worth LLC

Abel Palacios, Vice President - Finance
Elaine Rodriguez, General Counsel - Legal
Sean Donohue, Chief Executive Officer

Approved - 8/22/2024
Approved - 8/22/2024
New -

Resolution No.:

Lease Agreement with Premium Port Dallas Fort Worth LLC

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Concessions and
Commercial Development
Committee**

Resolution No.:

Subject: Lease Agreement with Trip Hospitality Dallas, LLC dba Capital One Lounge

Department: Concessions

Amount:

Revised Amount:

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve to enter into a Lease Agreement with Trip Hospitality Dallas, LLC dba Capital One Lounge.

BACKGROUND:

- Trip Hospitality Dallas, LLC will operate Capital One Lounge located in Terminal D, Gate D21, ID No. D-3-SC300.
- Capital One Lounge, originally built in November 2021, will be an exclusive lounge serving only Capital One cardholders.
- The minimum annual guarantee will be \$3,813,200.
- Concessionaire will pay the following Percentage Rents:
 - Fifteen Percent (15%) of Gross Receipts from the sale of alcohol, hereafter known as Category ALCO.
 - Eleven Percent (11%) of Branding Fees, Marketing Fees, Merchandising Fees, Promotional Allowances, Retail Display Allowance (RDA), and any type of Ancillary Advertising, hereafter known as Category ALLO.
 - Eleven Percent (11%) of all other Gross Receipts, hereafter known as Category MISC.
- The term of the lease shall be eight years.
- This action supports the Board's Concession Policy, 1.3.2 of providing and improving the shopping, dining, and service experience at DFW International Airport.

D/S/M/WBE INFORMATION:

- The annual goal for the ACDBE Program is 31%.
- In accordance with the Board's ACDBE Program and Federal Regulation, no ACDBE goal was determined for this lease agreement. (Private Lounge)
- Trip Hospitality Dallas, LLC dba Capital One Lounge has committed to 30% M/WBE participation in the design and construction of the lease space.

ADDITIONAL INFORMATION:

Fund	Project Number	External Funding Source
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Attachments: None

Approvals

Zenola Campbell, Vice President - Concessions	Approved - 8/21/2024
Tamela Burks Lee, Vice President - Business Diversity and Development	Approved - 8/21/2024
Abel Palacios, Vice President - Finance	Approved - 8/22/2024
Elaine Rodriguez, General Counsel - Legal	Approved - 8/22/2024
Sean Donohue, Chief Executive Officer	New -

Resolution No.:

Lease Agreement with Trip Hospitality Dallas, LLC dba
Capital One Lounge

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Concessions and
Commercial Development
Committee**

Resolution No.:

Subject: Restroom Paper Supply Products

Department: Customer Experience

Amount: \$17,530,000.00

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- Replaces an existing contract that has been in place for five years.
- This contract will provide paper supplies, such as toilet paper and paper towels, and related dispensers for the customer-facing restrooms in both the airside and landside terminal areas.
- Purchases will be made on an as-needed basis, and the Airport will have no obligation to purchase any quantity under the contract.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, no M/WBE goal was set for this contract due to the nature of the procurement. (Goods/ Finished Products)
- Torrez Paper Company, a certified Minority Business Enterprise (NF-C) has committed to 100% through self-performance.

ADDITIONAL INFORMATION:

- 16 bids, including three from M/WBE firms, were received on or before the due date of July 17, 2024.
- Bid tabulation attached.
- Torrez Paper Company of Dallas, Texas, is the lowest, responsive and responsible bidder.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: PA1436 - Restroom Paper Supply Products Bid Tab

Approvals

Sharon McCloskey, Vice President - Customer Experience

Approved - 8/20/2024

Bruce Collins, Vice President - Procurement and Materials Management

Approved - 8/21/2024

Tamela Burks Lee, Vice President - Business Diversity and Development

Approved - 8/22/2024

Abel Palacios, Vice President - Finance

Approved - 8/22/2024

Resolution No.:

Restroom Paper Supply Products

**Contract No. PA1436
Restroom Paper Supply Products
Bid Tabulation**

Bidders	Bid Amount
Torrez Paper Company ^{N1} Dallas, Texas	\$17,530,000
Fastenal Company Winona, Minnesota	\$18,840,870
Brady Industries of Texas LLC, DBA BradyIFS Fort Worth, Texas	\$19,843,030
Complete Supply, Inc. Farmers Branch, Texas	\$20,689,950
Patifco Corporation Dux Hills, New York	\$21,242,830
Sigma Supply of North America Grand Prairie, Texas	\$21,680,050
Ferguson Enterprises, LLC dba Ferguson Facility Supply Grand Prairie, Texas	\$21,832,310
Imperial Bag & Paper Co., LLC Fort Worth, Texas	\$23,591,450
HD Supply Facilities Maintenance, Ltd. Atlanta, Georgia	\$25,335,870
Pollock Investments, Inc. Grand Prairie, Texas	\$25,775,440
M.A.N.S. Distributors, Inc. ^{N1} Carrollton, Texas	\$25,851,321.90
Veritiv Operating Company Carrollton, Texas	\$25,914,050
Sabre Supply, Inc. West Chicago, Illinois	\$26,921,270.50
Dow-Caide Custodial Supply, Inc. ^{N1} Duncanville, Texas	\$29,573,675
Pacific Star Corporation Houston, Texas	\$32,582,180.40
Agni Enterprises, Inc. Miami Lakes, Florida	\$38,446,682.49
Note:	
1. MBE Certified through the North Central Regional Certification Agency	

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Concessions and
Commercial Development
Committee**

Resolution No.:

Subject: Terminal A Custodial Services

Department: Customer Experience

Amount: \$63,573,095.60

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- Replaces an existing contract that has been in place for five years.
- This contract will provide comprehensive custodial services throughout the customer-facing areas and some airline offices in Terminal A.
- Custodial services will be provided 24-hours per day a week, in order to maintain an enhanced level of cleanliness necessary to meet the cleanliness standards established by the Airport.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 20%.
- Diverse Facility Solutions Global, a certified Minority Business Enterprise (BM-C) has committed to achieving 100% M/WBE participation, including 80% self-performance and 20% subcontracting participation utilizing RAS Services (HM-C: 10%) and Cleaning Masters (PF-C: 10%).

ADDITIONAL INFORMATION:

- 25 proposals, including seven from M/WBE firms, were received, on or before the due date of May 20, 2024.
- Proposing firms are shown on the attachment.
- Based on the evaluations of proposals submitted, the evaluation committee recommends that the contract be awarded to Diverse Facility Solutions Global of Irving, Texas.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: Terminal A Custodial Services Submissions Received

Approvals

Sharon McCloskey, Vice President - Customer Experience

Approved - 8/20/2024

Bruce Collins, Vice President - Procurement and Materials Management

Approved - 8/21/2024

Tamela Burks Lee, Vice President - Business Diversity and Development

Approved - 8/22/2024

Resolution No.:

Terminal A Custodial Services

Abel Palacios, Vice President - Finance
Elaine Rodriguez, General Counsel - Legal
Sean Donohue, Chief Executive Officer

Approved - 8/22/2024
Approved - 8/22/2024
New -

Resolution No.:

Terminal A Custodial Services

**Contract No. PA1319
Terminal A Custodial Services**

Submitting Firms
ABM Aviation, Inc., Sugar Land, Texas
All Janitorial Professional Services, Inc.; Plano, Texas ^{N2}
Americas Corporate Building Maintenance, Irving, Texas ^{N1N2}
Andrews Building Service, Dallas, Texas ^{N1N2}
APPRO, INC., Tulsa, Oklahoma ^{N3}
Aramark Facility Services, Limited Partnership, Philadelphia, Pennsylvania
Cleaners of America Inc., Carrollton, Texas
Diverse Facility Solutions Global, Irving, Texas ^{N2}
Flagship Aviation Services LLC, Southlake, Texas
Intercontinental Commercial Services, Inc. dba ICS, Inc, Lawrenceville, Georgia
Jani-King, Addison, Texas ^{N1N2}
Kleen-Tech Services, LLC, Houston, Texas
LGC Global Energy FM, LLC, Dallas, Texas
Marsden South, Houston, Texas
Midwest Maintenance Inc., Omaha, Nebraska ^{N1}
National Aviation Services, LLC, Cornelius, North Carolina
Paramount Building Solutions, Phoenix, Arizona
Performance Clean LLC, Milwaukee, Wisconsin ^{N1N3}
Service Management Systems, Inc., Nashville, Tennessee
SKB Facilities & Maintenance, Memphis, Tennessee
Southlake Leasing & Management, Fort Worth, Texas
UBM Enterprise, Inc., Dallas, Texas ^{N2}
Unifi Aviation, LLC, Atlanta, Georgia
UNISERVE Facilities Services, Commerce California
United Maintenance Company, Inc., Chicago, Illinois ^{N1}

Note:

1. Determined non-responsive as the submission did not meet the specifications outlined in the Airport's solicitation.
2. M/WBE certified through the North Central Texas Regional Certification Agency
3. M/WBE certified through the Dallas/Fort Worth Minority Supplier Development Council

**Dallas Fort Worth International Airport Board
Official Board Action / Resolution**

Date: September 5, 2024

**Concessions and
Commercial Development
Committee**

Resolution No.:

Subject: Terminal C Custodial Services

Department: Customer Experience

Amount: \$86,133,635.00

Revised Amount: \$0.00

BE IT RESOLVED BY THE DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD

Approve 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.

BACKGROUND:

- Replaces an existing contract that has been in place for five years.
- This contract will provide comprehensive custodial services throughout the customer-facing areas and some airline offices in Terminal C.
- Custodial services will be provided 24-hours per day a week, in order to maintain an enhanced level of cleanliness necessary to meet the cleanliness standards established by the Airport.

D/S/M/WBE INFORMATION:

- The annual goal for the M/WBE Program is 31%.
- In accordance with the Board's M/WBE Program, the M/WBE goal for this contract is 20%.
- Marsden South, LLC has committed to achieving 22% M/WBE participation utilizing Cleaning Masters (PF-C: 20%) and CCNG Building Services (HM-C: 2%).

ADDITIONAL INFORMATION:

- 30 proposals, including 13 from M/WBE firms, were received, on or before the due date of May 20, 2024.
- Proposing firms are shown on the attachment.
- Based on the evaluations of proposals submitted, the evaluation committee recommends that the contract be awarded to Marsden South, LLC of Houston, Texas.

Fund	Project Number	External Funding Source
Operating Fund		

Attachments: PA1320 Terminal C Custodial Services Submissions Received

Approvals

Sharon McCloskey, Vice President - Customer Experience

Approved - 8/20/2024

Bruce Collins, Vice President - Procurement and Materials Management

Approved - 8/21/2024

Tamela Burks Lee, Vice President - Business Diversity and Development

Approved - 8/22/2024

Abel Palacios, Vice President - Finance

Approved - 8/22/2024

Resolution No.:

Terminal C Custodial Services

**Contract No. PA1320
Terminal C Custodial Services**

Proposing Firms
ABM Aviation, Inc., Sugar Land, Texas ^{N1}
All Janitorial Professional Services, Inc., Plano, Texas ^{N2}
Americas Corporate Building Maintenance, Irving, Texas ^{N1N2}
Andrews Building Service, Dallas, Texas ^{N2}
APPRO, INC., Tulsa, Oklahoma ^{N3}
Aramark Facility Services, Limited Partnership, Philadelphia, Pennsylvania
Cleaners of America Inc., Carrollton, Texas
Diverse Facility Solutions Global, Irving, Texas ^{N2}
Flagship Aviation Services LLC, Southlake, Texas
Intercontinental Commercial Services, Inc. dba ICS, Inc., Lawrenceville, Georgia
Jani-King, Addison, Texas ^{N1N2}
JDM Janitorial Inc, Fort Worth, Texas ^{N3}
Kleen-Tech Services, LLC, Houston, Texas
LGC Global Energy FM, LLC, Dallas, Texas
Marsden South, Houston, Texas
MDMartin LLC, Dallas, Texas ^{N3}
Member's Building Maintenance, LLC, Dallas, Texas ^{N2}
Midwest Maintenance, Omaha, Nebraska
National Aviation Services, LLC, Cornelius, North Carolina
Paramount Building Solutions, Phoenix, Arizona
Performance Clean LLC, Milwaukee, Wisconsin ^{N1N3}
Pritchard Industries, Richardson, Texas
Service Management Systems, Inc, Nashville, Tennessee
Servicon Systems, Inc., Culver City, California ^{N1}
SKB Facilities & Maintenance, Memphis, Tennessee
UBM Enterprise, Inc., Dallas, Texas ^{N2}
Unifi Aviation, LLC, Atlanta, Georgia
UNISERVE Facilities Services, Commerce, California
United Maintenance Company, Inc., Chicago, Illinois ^{N1}
Verde Clean, Dallas, Texas ^{N3}

Note:

1. Determined non-responsive as the submission did not meet the specifications outlined in the Airport's solicitation.
2. M/WBE certified through the North Central Texas Regional Certification Agency.
3. M/WBE certified through the Dallas/Fort Worth Minority Supplier Development Council