

NORTH TEXAS TOLLWAY AUTHORITY  
Minutes of the Board of Directors Meeting  
April 21, 2021

A public notice of this meeting containing all items was posted at a place convenient to the public in the administrative offices of North Texas Tollway Authority, provided to the Secretary of State, and provided to the County Clerks of Collin County, Tarrant County, Denton County, and Dallas County as required by Chapter 551 of the Texas Government Code, referred to as the "Open Meetings Act."

Minutes of the North Texas Tollway Authority Board of Directors meeting held at North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, at 10:00 a.m. on April 21, 2021.

**CALL TO ORDER**

Chairman Mahalik called the meeting to order at 10:00 a.m.

1. Establishment of Quorum

Chairman Mahalik established a quorum by calling the roll.

|                      |            |
|----------------------|------------|
| John Mahalik         | Chair      |
| Jane Willard         | Vice Chair |
| Scott Levine         | Director   |
| Marcus Knight        | Director   |
| *Tim Carter          | Director   |
| Lynn Gravley         | Director   |
| Mojoy Haddad         | Director   |
| *Pete Kamp           | Director   |
| George (Tex) Quesada | Director   |

\*Directors Pete Kamp and Tim Carter participated by phone.

NTTA employees attending the meeting were: James Hofmann, CEO/Executive Director; Lorelei Griffith, Secretary; Karen Madison-Ponds, Assistant Secretary; Horatio Porter, CFO/Treasurer; Cindy Demers, Director of Treasury Management/Assistant Treasurer; Dena Stroh, General Counsel; Elizabeth Mow, Assistant Executive Director of Infrastructure; Magdalena Brady, Director of Internal Audit; Juhi Chawla, Director of Information Technology; Moses Aito, Director of Business Diversity; Amitis Meshkani, Director of Maintenance; Eric Hemphill, Director of Traffic and Incident Management; and David Evans, Senior Director of Procurement Services and Business Diversity.

2. Pledge of Allegiance

Chairman Mahalik led Board members and meeting attendees in the Pledge of Allegiance.

3. Public comments not related to specific agenda items

No comments were made under this item.

4. Comments and announcements from the Chairman and Board Members

No comments were made under this item.

5. Committee Chair reports

- A. Regional Transportation Council
- B. Customer Service, Projects, and Operations
- C. Finance, Audit, and Administration

No comments were made under this item.

6. Approval of the minutes from March 17, 2021 regular board meeting

Director Gravley made a motion to approve the minutes from the March 17, 2021 regular board meeting. Director Quesada seconded the motion, and it was approved unanimously. (Resolution No. 21-24)

#### **ITEMS RECOMMENDED FOR APPROVAL BY THE CUSTOMER SERVICE, PROJECTS, AND OPERATIONS COMMITTEE**

7. Request to advertise for the following:

- A. Main Lane Plaza 4 Heating, Ventilation, and Air Conditioning (HVAC) and associated construction services
- B. Dallas North Tollway at IH 635 bent cap repair
- C. Sam Rayburn Tollway frontage road joint and crack sealing
- D. Video management/video analytics software for the Safety Operations Center

8. Contract extension for Semafone

9. Interlocal agreement with the NCTCOG for intelligent transportation systems data exchange

Chairman Mahalik entertained a motion to approve items 7 through 9. Vice Chair Willard made a motion to approve the items, and Director Knight seconded the motion. The motion was approved unanimously. (Resolution Nos. 21-25 through 21-30)

**ITEMS RECOMMENDED FOR APPROVAL BY THE FINANCE, AUDIT, AND ADMINISTRATION COMMITTEE**

- 10. Modification of 360 Tollway project agreement with TxDOT
- 11. Series 2021 financing documents and Preliminary Official Statement (POS)
  - A. Resolution authorizing issuance of bonds and approving POS
  - B. Resolution incorporating 360T into NTTA System
  - C. Resolution confirming toll rates for 360T as part of NTTA System
- 12. Internal Audit items
  - A. Briefing on periodic internal assessment of the Internal Audit Department
  - B. Approval of Internal Audit Charter
  - C. Briefing on required communication checklist
  - D. Approval Internal Audit FY2021 updated workplan

Chairman Mahalik entertained a motion to approve items 12B and D. Director Haddad made a motion to approve the items, and Vice Chair Willard seconded the motion. The motion was approved unanimously. (Resolution Nos. 21-35 through 21-36)

Items 10 and 11 were voted on after executive session.

**BRIEFING ITEMS**

- 13. State of toll industry

Patrick Jones, Executive Director and CEO of International Bridge, Tunnel and Turnpike Association, briefed the Board on the state of the toll industry and responded to questions from the Board.

- 14. Consolidated Monthly Performance Report

Horatio Porter, Elizabeth Mow, and Pat Louthan briefed the Board on the Consolidated Monthly Performance Report and responded to questions from the Board.

- 15. Executive Director Report

- A. Contracts, supplements, and change orders not exceeding \$300,000.00 executed in March 2021

No comments were made under this item.

16. EXECUTIVE SESSION – Pursuant to chapter 551, subchapter D, Texas Government Code:

- A. Section 551.071, to receive advice from legal counsel about pending or contemplated litigation and/or settlement offers or other legal matters:
  - 1. Internal Audit update
  - 2. Modification of 360 Tollway project agreement with TxDOT

Chairman Mahalik called the Board into executive session at 10:37 a.m. and reconvened the meeting into open session at 11:38 a.m. No final action, decision, or vote with regard to any matter was taken during the executive session.

Horatio Porter, Chief Financial Officer, presented staff's recommendation on the modification of the 360 Tollway project agreement with TxDOT and responded to questions from the Board.


Director Haddad made a motion to approve item 10. Director Levine seconded the motion, and it was approved unanimously. (Resolution No. 21-31)

Chairman Mahalik entertained a motion to approve items 11A, B, and C. Director Quesada made a motion to approve the items, and Director Gravley seconded the motion. The motion was approved unanimously. (Resolution Nos. 21-32 through 21-34)

17. Adjourn

The meeting was adjourned at 11:43 a.m.

  
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John Mahalik, Chairman

  
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Lorelei Griffith, Secretary