

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Meeting
August 17, 2022

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 August 17, 2022.

CALL TO ORDER

Chairman Mahalik called the meeting to order at 10:01 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
George (Tex) Quesada	Director
Marcus Knight	Director
Lynn Gravley	Director
*Tim Carter	Director
*Pete Kamp	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; Jeff Dailey, Assistant Executive Director of Operations; Linh Truong, Senior Director of Internal Audit/Risk Enterprise; Melanie Terrell, Assistant General Counsel; Nancy St. Pierre, Director of Public Affairs; Amitis Meshkani, Director of Maintenance; Eric Hemphill, Director of Traffic and Incident Management; Juhi Chawla, Director of Information Technology; Moses Aito, Director of Business Diversity; Kevin Banks, Director of Contact Center and Collections; John Bannerman, Director of Customer Care; Brian Reich, Controller; and David Evans, Senior Director of Procurement Services and Business Diversity. Also present at the meeting representing NTTA was Greg Schaecher, McCall, Parkhurst & Horton, bond counsel; and Tammy Sims, Atkins, GEC.

2. Pledge of Allegiance

Director Knight 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

Chairman Mahalik recognized and expressed appreciation for the Business Diversity Advisory Council members attending.

5. Approval of the minutes from July 2022 regular board meeting

Director Quesada made a motion to approve the minutes from the July 2022 regular board meeting. Director Knight seconded the motion, and it was approved unanimously. (Resolution No. 22-79)

ACTION ITEMS

6. Contract approval for the following:

- A. 2023 fleet vehicles
- B. Dallas North Tollway corridor study

Amitis Meshkani, Director of Maintenance, presented staff's recommendation that the Board approve the contract for 2023 fleet vehicles. Amitis Meshkani, Elizabeth Mow, and Dena Stroh responded to questions from the Board.

Chairman Mahalik entertained a motion to approve item 6A. Director Knight made a motion to approve the item, and Director Levine seconded the motion. The motion was approved unanimously. (Resolution No. 22-80)

Elizabeth Mow, Assistant Executive Director of Infrastructure, presented staff's recommendation that the Board approve the contract for Dallas North Tollway corridor study and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve item 6B. Director Kamp made a motion to approve the item, and Director Gravley seconded the motion. The motion was approved unanimously. (Resolution No. 22-81)

7. Dallas North Tollway construction speed limit

Elizabeth Mow, Assistant Executive Director of Infrastructure, presented staff's recommendation that the Board approve Dallas North Tollway construction speed limit and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve item 7. Director Levine made a motion to approve the item, and Vice Chair Willard seconded the motion. The motion was approved unanimously. (Resolution No. 22-82)

8. Series 2022 bond refunding documents and Preliminary Official Statement

Cindy Demers, Director of Treasury Management, presented staff's recommendation that the Board approve the Series 2022 bond refunding documents and Preliminary Official Statement. Cindy Demers, Dena Stroh, and Horatio Porter responded to questions from the Board

Chairman Mahalik entertained a motion to approve item 8. Director Knight made a motion to approve the item, and Director Quesada seconded the motion. The motion was approved unanimously. (Resolution Nos. 22-83).

BRIEFING ITEMS

9. Quarterly Investment Report 2nd Quarter 2022

Cindy Demers, Director of Treasury Management, presented on the quarterly investment report 2nd quarter 2022 and responded to questions from the Board.

10. 2021 Business Diversity attainment results and outreach update

Moses Aito, Director of Business Diversity, presented on the 2021 Business Diversity attainment results and outreach update and responded to questions from the Board.

11. Consolidated Monthly Performance Report

Horatio Porter, Elizabeth Mow, and Jeff Dailey briefed the Board on the Consolidated Monthly Performance Report. Kevin Banks and Jeff Dailey responded to questions from the Board.

12. Executive Director Report

- A. Contracts, supplements, and change orders not exceeding \$300,000.00 executed in July 2022

No comments were made under this item.

13. 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, and Sections 551.076 and 551.089 regarding security devices:

- 1. Cyber security update

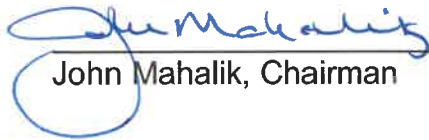
B. Section 551.074(a)(1), to deliberate the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee:

1. Process review

Chairman Mahalik called the Board into executive session at 10:56 a.m. and reconvened the meeting into open session at 12:02 p.m. No final action, decision, or vote with regard to any matter was taken during the executive session.

14. Adjourn

The meeting was adjourned at 12:03 p.m.


John Mahalik, Chairman


Lorelei Griffith, Secretary