

NORTH TEXAS TOLLWAY AUTHORITY  
Minutes of the Board of Directors Retreat  
January 22, 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 Retreat held at the Gaylord Texan, 1501 Gaylord Trail, Grapevine, Texas, at 10:00 a.m. on January 22, 2021.

**CALL TO ORDER**

Chairman Mahalik called the meeting to order at 10:07 a.m.

1. Establishment of Quorum

Chairman Mahalik established a quorum by calling the roll.

The following Board members were present in the meeting:

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

\* Director Quesada 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; Dena DeNooyer Stroh, General Counsel; Elizabeth Mow, Assistant Executive Director of Infrastructure; Nancy St. Pierre, Director of Public Affairs; Sabu Stephen, Assistant Executive Director of Operations; and Magdalena Brady, Director of Internal Audit.

2. Welcome and opening remarks

Chairman Mahalik expressed appreciation for attending the retreat and encouraged discussion by Board members and staff.

3. 2020 year in review

James Hofmann, CEO/Executive Director, presented on NTTA's growth and 2020 accomplishments.

4. 2021 priorities

James Hofmann, CEO/Executive Director, discussed the environment for NTTA in 2021. Horatio Porter, Chief Financial Officer; Sabu Stephen, Assistant Executive Director of Operations; Elizabeth Mow, Assistant Executive Director of Infrastructure, and Arturo Ballesteros, Director of Government Affairs, presented their priorities for 2021 and responded to questions from the Board.

5. Lunch/Guest speaker

Earl Heffintrayer and Genevieve Nolan with Moody's Investors Service presented on COVID-19 credit conditions and toll roads and responded to questions from the Board.

Dan Stoppenhagen with the Lane Group presented on the state of the market regarding infrastructure and responded to questions from the Board.

6. Strategic planning

Michael Copeland and Justin Winn with CDM Smith presented on Traffic and Revenue forecasting and the effects of the pandemic and responded to questions from the Board.

Horatio Porter, Chief Financial Officer, and Sabu Stephen, Assistant Executive Director of Operations, and Elizabeth Mow, Assistant Executive Director of Infrastructure, presented scenarios for the Board regarding their vision of NTTA for 2025. The Board discussed the scenarios and asked staff questions.

7. Collections process

Horatio Porter, Chief Financial Officer, and Sabu Stephen, Assistant Executive Director of Operations presented the collections process and responded to questions from the Board.

8. Back Office System update

Sabu Stephen, Assistant Executive Director of Operations, presented an update on the Back Office System since go-live and responded to questions from the Board.

9. 2020 performance metrics

Horatio Porter, Chief Financial Officer; Elizabeth Mow, Assistant Executive Director of Infrastructure; and Sabu Stephen, Assistant Executive Director of Operations, briefed the Board on performance metrics and responded to questions from the Board.

10. 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 regarding:

1. Internal Audit 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. Executive Director evaluation

Chairman Mahalik called the Board into Executive Session at 4:56 p.m. and reconvened the meeting into open session at 5:30 p.m. No final action, decision, or vote with regard to any matter was taken during the Executive Session.

11. The meeting was called into recess at 5:30 p.m., to be reconvened at 8:30 a.m. on Saturday, January 23, 2021.

  
\_\_\_\_\_  
John Mahalik, Chairman

  
\_\_\_\_\_  
Lorelei Griffith, Secretary