

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Meeting
April 20, 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 April 20, 2022.

CALL TO ORDER

Chairman Mahalik called the meeting to order at 10:02 a.m.

1. Establishment of Quorum

Chairman Mahalik established a quorum by calling the roll.

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

*Vice Chair Jane Willard 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; Melanie Terrell, Assistant General Counsel; Nancy St. Pierre, Director of Public Affairs; Eric Hemphill, Director of Traffic and Incident Management; Juhi Chawla, Director of Information Technology; Moses Aito, Director of Business Diversity; Kevin Banks, Interim 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 Haddad 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. 2022 Pave the Way Day update

Nancy St. Pierre, Director of Public Affairs, presented an update on the 2022 Pave the Way Day.

5. Comments and announcements from the Chairman and Board Members

- A. DFW Minority Supplier Development Council and Regional Hispanic Contractors Association Business Diversity Awards

Director Knight presented the DFW Minority Supplier Development Council and Regional Hispanic Contractors Association Business Diversity awards to Moses Aito, Director of Business Diversity.

6. Committee Chair reports

- A. Regional Transportation Council
- B. Customer Service, Projects, and Operations

No comments were made under this item.

7. Approval of the minutes from March 16, 2022 regular board meeting

Director Haddad made a motion to approve the minutes from the March 16, 2022 regular board meeting. Director Levine seconded the motion, and it was approved unanimously. (Resolution No. 22-29)

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

8. Request to advertise for the following:

- A. Collections consultant
- B. TollTag provider
- C. Engineering design services for additional roadway cameras
- D. Engineering design services for additional roadway Dynamic Message Signs
- E. Construction services for President George Bush Turnpike at Pioneer Parkway mainlane rehabilitation

9. Contract approval for the following:

- A. Construction services for President George Bush Turnpike at Pioneer Parkway wall improvements
- B. Construction services for President George Bush Turnpike Western Extension wall repair contract
- C. Construction services for Dallas North Tollway bridge repairs
- D. Environmental engineering services for President George Bush Turnpike East Branch
- E. IT license renewal:
 - 1. CommVault backup
 - 2. Redhat operating system
 - 3. Qlik Business Intelligence tool
- F. 360T TollTag store lease extension

10. Interlocal agreement with DART for Silver Line over Dallas North Tollway

Chairman Mahalik entertained a motion to approve items 7 through 10. Director Haddad made a motion to approve the items, and Director Kamp seconded the motion. Elizabeth Eric Hemphill, Director of Traffic and Incident Management responded to questions from the Board on item 8C. The motion was approved unanimously. (Resolution Nos. 22-30 through 22-43)

ACTION ITEMS

11. Internal Audit items

- A. Approval of Internal Audit Charter
- B. Approval Internal Audit FY2022 updated workplan

Linh Truong, Senior Director of Internal Audit, presented staff's recommendation that the Board approve the Internal Audit Charter and the Internal Audit FY2022 updated workplan. Linh Truong, Dena Stroh, General counsel, and James Hofmann, Executive Director responded to questions from the Board.

Chairman Mahalik entertained a motion to approve items 11A and B. Director Gravley made a motion to approve the items, and Director Levine seconded the motion. The motion was approved unanimously. (Resolution Nos. 22-44 and 22-45).

12. Approval of the following:

- A. Bond trustee and master custodian services agreement
- B. Master custodial account agreement
- C. Appointment of successor NTTA System bond trustee
- D. Appointment of master custodian

Cindy Demers, Director of Treasury Management, presented staff's recommendation that the Board approve the bond trustee and master custodian services agreement, master custodial account agreement, appointment of successor NTTA System bond trustee, and appointment of master custodian. Cindy Demers and Dena Stroh responded to questions from the Board.

Chairman Mahalik entertained a motion to approve items 12A through D. Director Carter made a motion to approve the items, and Director Knight seconded the motion. The motion was approved unanimously. (Resolution Nos. 22-46 and 22-48).

BRIEFING ITEMS

12. Consolidated Monthly Performance Report

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

14. Executive Director Report

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

No comments were made under this item.

15. 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

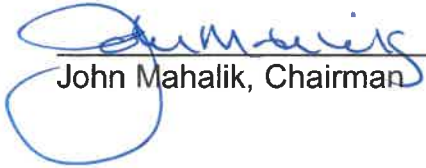
Chairman Mahalik called the Board into executive session at 10:37 a.m. and reconvened the meeting into open session at 11:32 a.m. No final action, decision, or vote with regard to any matter was taken during the executive session.

16. **RECESS** – Tour of Frisco Maintenance Center, 11110 Research Road, Frisco, Texas 75034

This item was postponed.

17. Adjourn

The meeting was adjourned at 11:32 a.m.



John Mahalik, Chairman



Lorelei Griffith, Secretary