

NORTH TEXAS TOLLWAY AUTHORITY  
Minutes of the Board of Directors Meeting  
May 20, 2020

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 May 20, 2020.

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

\*These Board members 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; Sabu Stephen, Assistant Executive Director of Operations; 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; David Evans, Senior Director of Procurement Services and Business Diversity; and Mark Pavageau, Director of Maintenance.

2. General public comments not related to specific agenda items

No comments were made under this item.

3. Comments and announcements from the Chairman and Board Members

No comments were made under this item.

4. Committee Chair reports

A. Regional Transportation Council

No comments were made under this item.

5. Approval of the minutes from April 15, 2020 regular board meeting

Director Carter made a motion to approve the minutes from April 15, 2020 regular Board meeting. Director Knight seconded the motion, and it was approved unanimously. (Resolution No. 20-44)

**ACTION ITEMS**

6. Request to advertise the following:

- A. Deicing materials
- B. Construction for Dallas North Tollway wall rehabilitation
- C. Construction for Chisholm Trail Parkway contrast shoulder rehabilitation
- D. Construction for Sam Rayburn Tollway/ US 75 interchange bridge bent cap sealing

Mark Pavageau, Director of Maintenance, presented staff's recommendation that the Board approve the request to advertise for deicing materials and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve item 6A. Director Carter made a motion to approve the item, and Vice Chairwoman Willard seconded the motion. The motion was approved unanimously. (Resolution No. 20-45)

Elizabeth Mow, Assistant Executive Director of Infrastructure, presented staff's recommendation that the Board approve the request to advertise for construction for Dallas North Tollway wall rehabilitation and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve item 6B. Director Knight made a motion to approve the item, and Director Carter seconded the motion. The motion was approved unanimously. (Resolution No. 20-46)

Elizabeth Mow, Assistant Executive Director of Infrastructure, presented staff's recommendation that the Board approve the request to advertise for construction for Chisholm Trail Parkway contrast shoulder rehabilitation and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve item 6C. Director Gravley made a motion to approve the item, and Director Haddad seconded the motion. The motion was approved unanimously. (Resolution No. 20-47)

Elizabeth Mow, Assistant Executive Director of Infrastructure, presented staff's recommendation that the Board approve the request to advertise for construction for Sam Rayburn Tollway/ US 75 interchange bridge bent cap sealing and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve item 6D. Director Carter made a motion to approve the item, and Director Gravley seconded the motion. The motion was approved unanimously. (Resolution No. 20-48)

7. Contract award for the following:

- A. Legal service
- B. Bond counsel

Dena Stroh, General Counsel, presented staff's recommendation that the Board approve the contracts for legal services and bond counsel and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve items 7A and B. Director Carter made a motion to approve the items, and Director Gravley seconded the motion. The motion was approved unanimously. (Resolution Nos. 20-49 and 20-50)

8. 5910 Gleneagles lease extension with HNTB Corporation

Mark Pavageau, Director of Maintenance, presented staff's recommendation for 5910 Gleneagles lease extension with HNTB Corporation and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve item 8. Director Carter made a motion to approve the item, and Director Gravley seconded the motion. The motion was approved unanimously. (Resolution No. 20-51)

9. Back Office System items

- A. Update
- B. BOS consultant extension (HNTB) and additional funds

Juhi Chawla, Director of Information Technology, briefed the Board on the progress of the back office system and staff's recommendation for item 9B and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve item 9B. Director Knight made a motion to approve the item, and Director Levine seconded the motion. The motion was approved unanimously. (Resolution No. 20-52)

## 10. Approval of Procurement policy

David Evans, Senior Director of Procurement Services and Business Diversity, presented staff's recommendation for approval of item 10 and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve item 10. Director Carter made a motion to approve the item, and Director Gravley seconded the motion. The motion was approved unanimously. (Resolution No. 20-53)

## 11. Internal Audit Items

- A. Briefing on periodic internal assessment of the Internal Audit Department
- B. Approval of Internal Audit Charter
- C. Approval Internal Audit FY2020 updated work plan
- D. Briefing on required communication checklist

Magdalena Brady, Director of Internal Audit, briefed the Board on items 11A and D and staff's recommendation for approval of items 11B and C and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve items 11B and C. Director Gravley made a motion to approve the items, and Director Knight seconded the motion. The motion was approved unanimously. (Resolution Nos. 20-54 and 20-55)

## 12. Finance Items

- A. April update
- B. Approval of
  - 1. Rainy Day Fund Policy
  - 2. Use of Rainy Day Fund
  - 3. First amendment to commercial paper agreement
  - 4. Direct Purchase Revolving Note Program with RBC
  - 5. Eligible Projects

Items 12A and B were presented and voted on after executive session.

## **BRIEFINGS AND REPORTS**

### 13. Consolidated Monthly Performance Report

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

### 14. Quarterly Financial and Investment report 1st Qtr 2020

No comments were made under this item.

15. Executive Director Report

- A. Contracts, supplements, and change orders not exceeding \$300,000.00 executed in April 2020

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 regarding:
1. Internal Audit status update
  2. Business continuity

Chairman Mahalik called the Board into executive session at 11:14 a.m. and reconvened the meeting into open session at 1:07 p.m. No final action, decision, or vote with regard to any matter was taken during the executive session.


Horatio Porter, Chief Financial Officer, briefed the Board on April transaction results and staff's recommendation for items 12B(1)-(5) and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve items 12B(1)-(5). Director Carter made a motion to approve the items, and Director Levine seconded the motion. The motion was approved unanimously. (Resolution Nos. 20-56 through 20-59)

17. Adjourn

The meeting was adjourned at 1:12 p.m.

  
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John Mahalik, Chairman

  
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Lorelei Griffith, Secretary