

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Retreat
January 28, 2023

A public notice of this meeting containing all items was posted at a place convenient to the public in the administrative offices of the 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 Rough Creek Lodge, 5165 County Road 2013, Glen Rose, Texas, at 8:00 a.m. on January 28, 2023.

CALL TO ORDER

Chairman Knight called the meeting to order at 8:30 a.m.

1. Establishment of Quorum

Chairman Knight established a quorum by calling the roll.

The following Board members were present in the meeting:

Marcus Knight	Chair
Mojoy Haddad	Vice Chair
Pete Kamp	Director
Glen Whitley	Director
George (Tex) Quesada	Director
Jane Willard	Director
Scott Levine	Director
John Mahalik	Director

NTTA employees attending the meeting were: James Hofmann, CEO/Executive Director; Lorelei Griffith, Secretary; Karen Madison Ponds, Assistant Secretary; Horatio Porter, CFO/Treasurer; Dena Stroh, General Counsel; Elizabeth Mow, Assistant Executive Director of Infrastructure; Nancy St. Pierre, Director of Public Affairs; Jeff Dailey, Assistant Executive Director of Operations; Linh Truong, Director of Internal Audit/Enterprise Risk; and Autavea Basey, Director of Human Resources.

2. Comments and announcements from the Chairman and Board Members

There were no comments.

3. Board annual training

Dena Stroh, General Counsel, briefed the Board on the Board annual ethics, disclosure obligations, cyber security, and anti-harassment training and responded to questions from the Board.

4. Procurement process review

Horatio Porter, Chief Financial Officer, presented an overview of the procurement process. Elizabeth Mow and Horatio Porter responded to questions from the Board.

5. 2022 customer survey results

Nancy St. Pierre, Director of Public Affairs, presented on the 2022 customer survey results and responded to questions from the Board.

6. 2023 workshop topics/future retreat items

There was no discussion for this item.

7. EXECUTIVE SESSION – Pursuant to Chapter 551, Subchapter D, 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. Enterprise risk management update

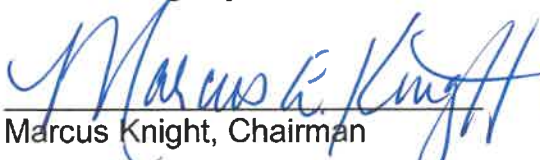
Chairman Knight called the Board into Executive Session at 10:35 a.m. related to procurement process review and reconvened the meeting into open session at 10:45 a.m. No final action, decision, or vote with regard to any matter was taken during the Executive Session.

Chairman Knight rescheduled the enterprise risk management update.

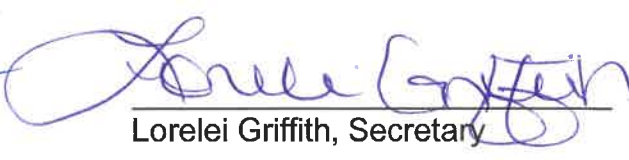
8. Retreat wrap-up/adjourn

Chairman Knight thanked the Board members for their participation and thanked staff for their contributions.

The meeting adjourned at 10:50 a.m.



Marcus Knight, Chairman



Lorelei Griffith, Secretary