

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Meeting
March 15, 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 meeting held at North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, at 10:00 a.m. on March 15, 2023.

CALL TO ORDER

Chairman Knight called the meeting to order at 10:00 a.m.

1. Establishment of Quorum

Chairman Knight established a quorum by calling the roll.

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

*Director Pete Kamp attended the meeting via 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 Stroh, General Counsel; Elizabeth Mow, Assistant Executive Director of Infrastructure; Jeff Dailey, Assistant Executive Director of Operations; Linh Truong, Senior Director of Internal Audit/Enterprise Risk; Autavea Basey, Director of Human Resources; 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; John Bannerman, Director of Customer Care; Kevin Banks, Director of Contact Center and Collections; Brian Reich, Controller; and David Evans, Senior Director of Procurement Services and Business Diversity. Also present at the meeting representing NTTA were Greg Schaecher, McCall, Parkhurst & Horton, bond counsel, and Tammy Sims, Atkins, Maintenance Management Consultant.

2. Pledge of Allegiance

Vice Chair 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. Comments and announcements from the Chairman and Board Members

A. Director Carter recognition

Chairman Knight presented Director Carter with a resolution expressing the Board's deep appreciation of, respect for, and gratitude to Tim Carter whose contributions resulted in improved operations, enhanced financial reporting, and NTTA's continued efforts to help meet North Texas's transportation needs.

5. Committee Chair reports

- A. Customer Service, Projects, and Operations
- B. Finance, Audit, and Administration
- C. Regional Transportation Council

No comments were made under this item.

6. Approval of the minutes from January 27, 2023 board retreat, January 28, 2023 board retreat, and February 2023 regular board meeting.

Director Gravley made a motion to approve the minutes from the January 27, 2023 board retreat, January 28, 2023 board retreat, and February 2023 regular board meeting. Vice Chair Haddad seconded the motion, and it was approved unanimously. (Resolution Nos. 23-18 through 23-19)

ACTION ITEMS

7. Request to advertise the following:

- A. Construction services for Dallas North Tollway wall rehabilitation
- B. Construction management services for Dallas North Tollway wall rehabilitation

8. Contract approval for the following:

- A. Fuel Card Services

9. Assumption of 360 Tollway design/build and maintenance contracts
10. Annual review and approval of the following policies:
 - A. Debt policy
 - B. Investment policy and strategy including qualified financial institutions

Chairman Knight entertained a motion to approve items 7 through 10. Director Whitley made a motion to approve the items, and Vice Chair Haddad seconded the motion. Director Quesada abstained from item 10B. The motion was approved unanimously (without participation by Director Quesada on item 10B). (Resolution Nos. 23-20 through 23-25)

BRIEFING ITEMS

11. Consolidated Monthly Performance Report

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

12. Executive Director Report
 - A. Contracts, supplements, and change orders not exceeding \$300,000.00 executed in December 2022 and January 2023

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
 2. Internal Audit update

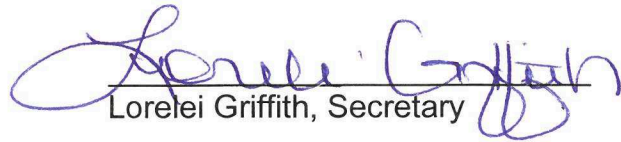
Chairman Knight called the Board into executive session at 10:21 a.m. and reconvened the meeting into open session at 12:20 p.m. No final action, decision, or vote with regard to any matter was taken during the executive session.

14. Adjourn

The meeting was adjourned at 12:20 p.m.



Marcus Knight, Chairman



Lorelei Griffith, Secretary