

NORTH TEXAS TOLLWAY AUTHORITY  
Finance, Audit, and Administration Committee Meeting Minutes  
March 3, 2022

A public notice of this meeting containing all items was filed in the Office of the Secretary of State as required by Chapter 551 of the Texas Government Code, referred to as "The Open Meetings Act."

Minutes of the Finance, Audit, and Administration Committee meeting held at North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, noticed as March 3, 2022 at 10:15 a.m.

**CALL TO ORDER**

Committee Chairman Gravley called the meeting to order at 10:50 a.m.

**1. ESTABLISHMENT OF QUORUM**

Committee Chairman Gravley established a quorum by calling the roll. The following committee members were in attendance:

Lynn Gravley	Committee Chairman
Marcus Knight	Member
Scott Levine	Member

Chairman John Mahalik, Vice Chair Jane Willard, \*Director Pete Kamp, Director Mojoy Haddad, and Director George "Tex" Quesada were also in attendance.

\*Director Kamp attended by phone.

NTTA employees attending the Committee 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; Elizabeth Mow, Assistant Executive Director of Infrastructure; Dena Stroh, General Counsel; Jeff Dailey, Assistant Executive Director of Operations; Linh Truong, Senior Director of Internal Audit; Juhi Chawla, Director of Information Technology; Amitis Meshkani, Director of Maintenance; Eric Hemphill, Director of Traffic and Incident Management; John Bannerman, Director of Customer Care; David Evans, Senior Director of Procurement Services and Business Diversity; and Moses Aito, Director of Business Diversity. Also present at the meeting representing NTTA were Tammy Sims, Atkins North America, Inc., Maintenance Management Consultant; Stephanie Halliday, HNTB, Project Management Consultant; and Greg Schaecher, McCall, Parkhurst & Horton, bond counsel.

2. Public comments not related to specific agenda items

There were no comments.

3. Comments and announcements from the Committee Members and Board Members

There were no comments.

Committee Chair Gravley called the Board into executive session at 10:51 a.m. and reconvened the meeting into open session at 11:33 a.m. No final action, decision, or vote with regard to any matter was taken during the executive session.

Director Knight left at 11:00 a.m.

Chairman Mahalik temporarily appointed Vice Chair Willard as a member of the committee in order to have a quorum.

4. Approval of the minutes from December 2, 2021 Finance, Audit, and Administration Committee meeting

Director Levine made a motion to approve the minutes of the December 2, 2021 Finance, Audit, and Administration Committee meeting. Vice Chair Willard seconded the motion. The Committee approved the motion unanimously. (Resolution No. 22-14)

**ACTION ITEMS**

5. Vendor selection for the following:

A. Custodial and Trustee services

Cindy Demers, Director of Treasury Management, presented staff's recommendation that the Board approve the vendor selected for custodial and trustee services.

Director Levine made a motion for Committee approval of item 5A. Vice Chair Willard seconded the motion. The Committee approved the motion unanimously.

6. Annual review and approval of the following policies:

A. Debt policy

B. Investment policy and strategy including qualified financial institutions

Cindy Demers, Director of Treasury Management, presented staff's recommendation that the Board approve the debt policy and the investment policy and strategy including qualified financial institutions. Ms. Demers and Horatio Porter, Chief Financial Officer, responded to questions from the Committee.

Director Levine made a motion for Committee approval of items 6A and B. Vice Chair Willard seconded the motion. The Committee approved the motion unanimously.

7. Underwriting pool selection

Cindy Demers, Director of Treasury Management, presented staff's recommendation that the Board approve the underwriting pool selection and responded to questions from the Committee.

Director Levine made a motion for Committee approval of items 7. Vice Chair Willard seconded the motion. The Committee approved the motion unanimously.

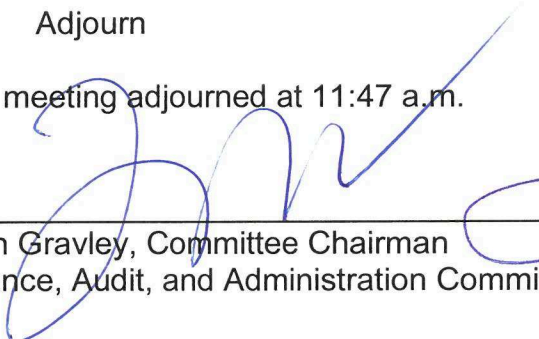
8. EXECUTIVE SESSION – Pursuant to Chapter 551, Subchapter D, Texas Government Code:

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. Texas Municipal League update

9. Adjourn

The meeting adjourned at 11:47 a.m.

  
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Lynn Gravley, Committee Chairman  
Finance, Audit, and Administration Committee

  
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Lorelei Griffith, Secretary