

NORTH TEXAS TOLLWAY AUTHORITY  
Minutes of the Board of Directors Meeting  
September 16, 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 September 16, 2020.

**CALL TO ORDER**

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

1. Establishment of Quorum

Chairman Mahalik established a quorum by calling the roll.

John Mahalik	Chairman
Jane Willard	Vice Chair
Scott Levine	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; Cindy Demers, Director of Treasury Management/Assistant 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; Nancy St. Pierre, Director of Public Affairs; Juhi Chawla, Director of Information Technology; Moses Aito, Director of Business Diversity; David Evans, Senior Director of Procurement Services and Business Diversity; Brian Reich, Controller; Angela Hough, Assistant General Counsel; Mark Pavageau, Director of Maintenance; Y. Gio Rodriguez, Director of Contact Center and Collections; Eric Hemphill, Director of Traffic and Incident Management; John Bannerman, Director of Customer Care; Arturo Ballesteros, Director of Government Affairs; and Craig Lockett, Director of Human Resources.

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

A. IBTTA Toll Excellence award

Chairman Mahalik presented the toll excellence award from International Bridge, Tunnel, and Turnpike Association to the Finance department, recognizing the unique approach NTTA has taken to capitalize on historically low interest rates and to flatten the escalating debt curve.

4. Committee Chair reports

A. Regional Transportation Council

No comments were made under this item.

5. Approval of the minutes from August 19, 2020 regular board meeting

Director Haddad made a motion to approve the minutes from the August 19, 2020 regular Board meeting. Director Knight seconded the motion, and it was approved unanimously. (Resolution No. 20-84)

**ACTION ITEMS**

6. Vendor selection for the following:

A. General Engineering Consultant

Elizabeth Mow, Assistant Executive Director of Infrastructure, presented staff's recommendation that the Board approve the vendor selection for General Engineering Consultant and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve item 6. Director Gravley made a motion to approve the item, and Director Haddad seconded the motion. The motion was approved unanimously. (Resolution No. 20-85)

7. Contract award for the following:

- A. Construction for Dallas North Tollway 4B frontage road
- B. Construction management for Dallas North Tollway 4B frontage road
- C. Deicing materials
- D. 401k recordkeeper

Elizabeth Mow, Assistant Executive Director of Infrastructure, presented staff's recommendation that the Board approve the contracts for construction and construction management for Dallas North Tollway 4B frontage road and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve items 7A and B. Director Gravley made a motion to approve the items, and Director Kamp seconded the motion. The motion was approved unanimously. (Resolution Nos. 20-86 and 20-87)

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

Chairman Mahalik entertained a motion to approve item 7C. Director Knight made a motion to approve the item, and Director Haddad seconded the motion. The motion was approved unanimously. (Resolution No. 20-88)

Craig Lockett, Director of Human Resources, presented staff's recommendation that the Board approve the contract for 401k recordkeeper.

Chairman Mahalik entertained a motion to approve item 7D. Director Haddad made a motion to approve the item, and Director Gravley seconded the motion. The motion was approved unanimously. (Resolution No. 20-89)

8. IT contract amendments:

- A. Information Methods, Inc.
- B. Experian

Juhi Chawla, Director of Information Technology, presented staff's recommendation that the Board approve a contract amendment for Information Methods, Inc. and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve item 8A. Director Haddad made a motion to approve the item, and Director Knight seconded the motion. The motion was approved unanimously. (Resolution No. 20-90)

Item 8B was voted on after executive session.

9. Series 2020 financing documents and Preliminary Official Statement

Cindy Demers, Director of Treasury Management, presented staff's recommendation that the Board approve Series 2020 financing documents and Preliminary Official Statement and responded to questions from the Board.

Chairman Mahalik entertained a motion to approve item 9. Director Gravley made a motion to approve the item, and Director Haddad seconded the motion. The motion was approved unanimously. (Resolution No. 20-92)

## **BRIEFINGS AND REPORTS**

10. Back Office System update

Juhi Chawla, Director of Information Technology, briefed the Board on the progress of the back office system.

11. FY2021 Preliminary NTTA System Budget first review

Horatio Porter, Chief Financial Officer, briefed the Board on the FY2021 Preliminary NTTA System budget.

12. 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.

13. Executive Director Report

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

No comments were made under this item.

14. Election of NTTA Officers pursuant to Section 20 of NTTA Bylaws

- A. Chair
- B. Vice Chair
- C. Secretary
- D. Assistant Secretary
- E. Treasurer
- F. Assistant Treasurer

Chairman Mahalik entertained a motion related to election of NTTA officers. Director Haddad made a motion to re-elect the existing officers: John Mahalik as Chair, Jane Willard as Vice Chair, Lorelei Griffith as Secretary, Karen Madison-Pond as Assistant Secretary, Horatio Porter as Treasurer, and Cindy Demers as Assistant Treasurer. Director Gravley seconded the motion. The motion was approved unanimously. (Resolution Nos. 20-93 through 20-98)

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 status update
  - 2. Legal update
  - 3. IT agreements
  - 4. Business continuity

Chairman Mahalik called the Board into executive session at 11:20 a.m. and reconvened the meeting into open session at 12:18 p.m. No final action, decision, or vote with regard to any matter was taken during the executive session.

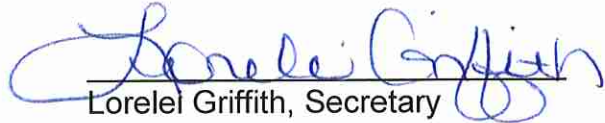
Chairman Mahalik entertained a motion to approve item 8B. Director Haddad made a motion to approve the item, and Director Levine seconded the motion. The motion was approved unanimously. (Resolution No. 20-91)

16. Adjourn

The meeting was adjourned at 12:21 p.m.



John Mahalik, Chairman



Lorelei Griffith, Secretary