

NORTH TEXAS TOLLWAY AUTHORITY  
Minutes of the Board of Directors Meeting  
September 20, 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 August 16, 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
*Jane Willard	Director
John Mahalik	Director
Scott Levine	Director
Lynn Gravley	Director
Pete Kamp	Director
George (Tex) Quesada	Director
Glen Whitley	Director

\*Director Jane Willard 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; Nancy St. Pierre, Director of Public Affairs; Linh Truong, Senior Director of Internal Audit/Enterprise Risk; Autavea Basey, Director of Human Resources; Amitis Meshkani, Director of Maintenance; Eric Hemphill, Director of Traffic and Incident Management; Roland Bonilla, Interim Director of Information Technology; Moses Aito, Director of Business Diversity; 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, Steve Bolden, Locke Lord, 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

No comments were made under this item.

5. Committee Chair reports

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

No comments were made under this item.

6. Approval of the minutes from August 2023 regular board meeting

Director Whitley made a motion to approve the minutes from the August 2023 regular board meeting. Director Kamp seconded the motion, and it was approved unanimously. (Resolution Nos. 23-104)

**CONSENT ITEMS**

7. Request to advertise the following:

- A. Construction services for Dallas North Tollway ramp repairs
- B. Program Management Consultant
- C. Construction services for President George Bush Turnpike Mainlane Plaza 9 roof replacement

8. Contract approval for the following:

- A. Construction services for Sam Rayburn Tollway concrete rail rehabilitation

9. Contract approval for the following:

- A. Independent Audit services

Staff responded to questions from Director Quesada on item 9.

10. Approval of Series 2023 bond refunding documents and Preliminary Official Statement

Vice Chair Haddad made a motion to approve items 7 through 10, Director Kamp seconded the motion, and it was approved unanimously. (Resolution Nos. 23-105 through 23-110)

### **BRIEFING ITEMS**

11. 2022 Business Diversity Attainment Results and Outreach Update

Moses Aito, Director of Business Diversity, presented on the 2022 Business Diversity attainment results and outreach update and responded to questions from the Board.

John Martinez, Business Diversity Advisory Committee Chair, highlighted some initiatives and programs the BDAC are currently working on this year.

12. Consolidated Monthly Performance Report

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

13. Executive Director Report

- A. Contracts, supplements, and change orders not exceeding \$300,000.00 executed in July 2023

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 Knight entertained a motion related to election of NTTA officers. Director Mahalik made a motion to elect the following officers: Marcus Knight as Chair, Mojoy

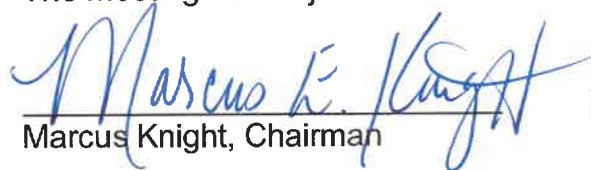
Haddad as Vice Chair, Lorelei Griffith as Secretary, Karen Madison-Ponds as Assistant Secretary, Horatio Porter as Treasurer, and William Wooten as Assistant Treasurer. Director Quesada seconded the motion. The motion was approved unanimously. (Resolution Nos. 23-113 through 23-118)

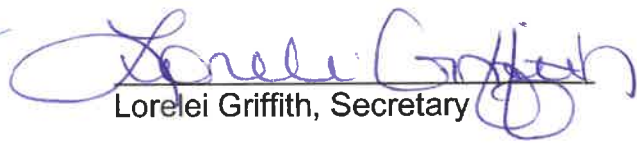
15. EXECUTIVE SESSION – Pursuant to chapter 551, subchapter D, Texas Government Code:
  - A. Section 551.071, to receive advice from legal counsel about pending or contemplated litigation and/or settlement offers or other legal matters, and Sections 551.076 and 551.089 regarding security devices:
    1. Cyber security update
  - B. 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 update

Chairman Knight called the Board into executive session at 10:29 a.m. and reconvened the meeting into open session at 11:51 a.m. No final action, decision, or vote with regard to any matter was taken during the executive session.

16. Adjourn

The meeting was adjourned at 11:52 a.m.

  
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Marcus Knight, Chairman

  
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Lorelei Griffith, Secretary