

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Mid-Year Retreat
July 26, 2024

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 Mid-Year Retreat held at Gaylord Texan, 1501 Gaylord Trail, Grapevine, Texas, at 10:00 a.m. on July 26, 2024.

CALL TO ORDER

Chairman Knight called the meeting to order at 10:07 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
Glen Whitley	Director
George (Tex) Quesada	Director
Derek Baker	Director
Scott Levine	Director
John Mahalik	Director
Lynn Gravley	Director
Pete Kamp	Director

NTTA employees attending the meeting were: James Hofmann, CEO/Executive Director; Lorelei Griffith, Secretary; Karen Madison Ponds, Assistant Secretary; Dena Stroh, General Counsel; Elizabeth Mow, Assistant Executive Director of Infrastructure; Arturo Ballesteros, Director of Public Affairs; Jeff Dailey, Assistant Executive Director of Operations; Linh Truong, Senior Director of Internal Audit/Enterprise Risk; Moses Aito, Director of Business Diversity; Corina Johnson, Interim Director of Human Resources; Thomas Phillips, Assistant Director of IT; and Dan Robicheaux, Director of IT.

2. Public comments not related to specific agenda items

No comments were made under this item.

3. Comments and announcements from Chairman and Board Members

Chairman Knight expressed appreciation for attending the retreat and encouraged discussion by Board members and staff.

4. Key project updates

Elizabeth Mow, Assistant Executive Director of Infrastructure, and Jeff Dailey, Assistant Executive Director of Operations, presented key project updates and responded to questions from the Board.

Pursuant to Government Code Section 551.071 (regarding advice of counsel), Chairman Knight called the Board into executive session at 11:47 a.m. and reconvened the meeting into open session at 11:56 a.m. No final action, decision, or vote with regard to any matter was taken during the executive session.

5. Administrative and Roadway Operations facilities study

Elizabeth Mow, Assistant Executive Director of Infrastructure, presented on the facilities study and the results regarding several of NTTA's facilities and responded to questions from the Board.

6. Lunch/Cyber security training

Kathy Cruz, Mandiant, discussed NTTA's information security program and led the Board and staff through a security tabletop exercise.

7. Business Diversity update

Moses Aito, Director of Business Diversity, presented the Business Diversity update including program goals and observations and responded to questions from the Board.

8. Policy/Procedures

Dena Stroh, General Counsel, and Moses Aito, Director of Business Diversity, presented on several new and updated policies and procedures and responded to questions from the Board.

Pursuant to Government Code Section 551.071 (regarding advice of counsel), Chairman Knight called the Board into executive session at 2:15 p.m. and reconvened the meeting into open session at 2:54 p.m. No final action, decision, or vote with regard to any matter was taken during the executive session.

Arturo Ballesteros, Director of Public Affairs, presented on Public Affairs and Government Affairs procedures and responded to questions from the Board.

9. EXECUTIVE SESSION – Pursuant to chapter 551, subchapter D, Texas Government Code:

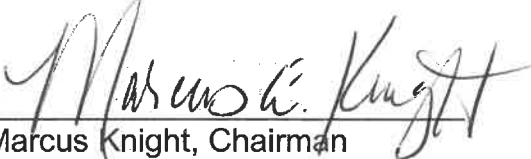
- A. Section 551.071, to receive advice from legal counsel about pending or contemplated litigation and/or settlement offers or other legal matters regarding:
 - 1. Enterprise Risk Management
 - 2. Internal Audit update

- B. Section 551.074(a)(1), to deliberate the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee:
 - 1. Mid-Year Executive Director and Internal Audit evaluation and goals

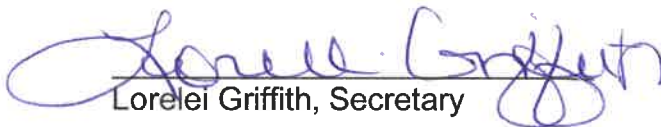
Chairman Knight called the Board into Executive Session at 3:29 p.m. and reconvened the meeting into open session at 4:23 p.m. No final action, decision, or vote with regard to any matter was taken during the Executive Session.

10. Adjourn

The meeting adjourned at 5:13 p.m.



Marcus Knight, Chairman



Lorelei Griffith, Secretary