

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Meeting
September 11, 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 meeting held at North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, at 10:00 a.m. on September 11, 2024.

CALL TO ORDER

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

1. Establishment of Quorum

Vice Chairman Haddad established a quorum by calling the roll.

Marcus Knight	Chairman
Mojo Haddad	Vice Chair
John Mahalik	Director
Pete Kamp	Director
Derek Baker	Director
Scott Levine	Director
Andy Wambsganss	Director
Tex Quesada	Director

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; Arturo Ballesteros, Director of Public Affairs; Linh Truong, Senior Director of Internal Audit/Enterprise Risk; Melanie Terrell, Assistant General Counsel; Corina Johnson, Director of Human Resources; Amitis Meshkani, Director of Maintenance; Eric Hemphill, Director of Traffic and Incident Management; Dan Robicheaux, Director of Information Technology; Moses Aito, Director of Business Diversity; Biko Taylor, Director of Procurement; Kelley McGuire, Director of Treasury and Financial Planning; John Bannerman, Director of Customer Care; Kevin Banks, Director of Contact Center and Collections; and Brian Reich, Controller. 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

Chairman Knight led Board members and meeting attendees in the Pledge of Allegiance.

3. Public comments not related to specific agenda items

Jeff Winget, Mayor Pro Tem for the City of Rowlett, addressed his concerns that the length and upward incline of the on-ramp at PGBT and Merit Road present a safety hazard.

4. Comments and announcements from the Chairman and Board Members

A. Swearing in of Director Andy Wambsganss

Chairman Knight swore in new appointee, Andy Wambsganss of Tarrant County.

Chairman Knight recognized members of the Business Diversity Advisory Council that were in the audience.

5. Approval of the minutes from July 2024 mid-year retreat and August 2024 regular Board meeting

Vice Chair Haddad made a motion to approve the minutes from the July 2024 mid-year retreat and August 2024 regular Board meeting. Director Kamp seconded the motion, and it was approved unanimously (Res. Nos. 24-95 and 24-96).

ACTION ITEMS

6. Request to advertise the following:

- A. Construction services for systemwide pavement profiling
- B. Construction services for President George Bush Turnpike ramp bridge rehabilitation
- C. Insurance broker services

Elizabeth Mow, Assistant Executive Director of Infrastructure, presented information on the request to advertise for construction services for systemwide pavement profiling. Ms. Mow and Mr. Porter responded to questions from the Board.

Vice Chair Haddad made a motion for Board approval of item 6A. Director Kamp seconded the motion. The Board approved the motion unanimously (Res. No. 24-97).

Elizabeth Mow, Assistant Executive Director of Infrastructure, presented information on the request to advertise for construction services for President George Bush Turnpike ramp bridge rehabilitation and responded to questions from the Board.

Director Quesada made a motion for Board approval of item 6B. Vice Chair Haddad seconded the motion. The Board approved the motion unanimously (Res. No. 24-98).

Eric Hemphill, Director of Traffic and Incident Management, presented information on the request to advertise for insurance broker services. Mr. Hemphill and Ms. Stroh responded to questions from the Board.

Director Levine made a motion for Board approval of item 6C. Director Baker seconded the motion. The Board approved the motion unanimously (Res. No. 24-99).

7. Vendor selection for the following:

- A. Design engineering services for Sam Rayburn Tollway continuous roadway lighting

Elizabeth Mow, Assistant Executive Director of Infrastructure, presented staff's recommendation that the Board approve the vendor selection for design engineering services for Sam Rayburn Tollway continuous roadway lighting and responded to questions from the Board.

Director Kamp made a motion for Board approval of item 7. Vice Chair Haddad seconded the motion. The Board approved the motion unanimously (Res. No. 24-100).

8. Ratification of change orders for emergency repairs of the Meaders Lane bridge over Dallas North Tollway

Elizabeth Mow, Assistant Executive Director of Infrastructure, presented staff's recommendation that the Board approve the ratification of change orders for emergency repairs of the Meaders Lane bridge over Dallas North Tollway.

Director Quesada made a motion for Board approval of item 8. Vice Chair Haddad seconded the motion. The Board approved the motion unanimously (Res. No. 24-101).

9. Contract approval for the following:

- A. Construction services for 5910 Gleneagles Data Center mechanical and electrical upgrades
- B. Construction services for Gleneagles Complex exterior improvements
- C. Central Texas Regional Mobility Authority TollTag distribution agreement
- D. Fiber location and maintenance services
- E. Traffic control services
- F. Human Resources and Finance Management system

Amitis Meshkani, Director of Maintenance, presented staff's recommendation that the Board approve the contract for construction services for 5910 Gleneagles Data Center mechanical and electrical upgrades.

Director Kamp made a motion for Board approval of item 9A. Director Levine seconded the motion. The Board approved the motion unanimously (Res. No. 24-102).

Amitis Meshkani, Director of Maintenance, presented staff's recommendation that the Board approve the contract for construction services for Gleneagles Complex exterior improvements.

Vice Chair Haddad made a motion for Board approval of item 9B. Director Quesada seconded the motion. The Board approved the motion unanimously (Res. No. 24-103).

Jeff Dailey, Assistant Executive Director of Operations, presented staff's recommendation that the Board approve the contract for the Central Texas Regional Mobility Authority TollTag distribution agreement. Mr. Dailey and Ms. Stroh responded to questions from the Board.

Vice Chair Haddad made a motion for Board approval of item 9C. Director Kamp seconded the motion. The Board approved the motion unanimously (Res. No. 24-104).

Jeff Dailey, Assistant Executive Director of Operations, presented staff's recommendation that the Board approve the contract for fiber location and maintenance services and responded to questions from the Board.

Director Quesada made a motion for Board approval of item 9D. Director Mahalik seconded the motion. The Board approved the motion unanimously (Res. No. 24-105).

Jeff Dailey, Assistant Executive Director of Operations, presented staff's recommendation that the Board approve the contract for traffic control services.

Director Quesada made a motion for Board approval of item 9E. Director Kamp seconded the motion. The Board approved the motion unanimously (Res. No. 24-106).

Jeff Dailey, Assistant Executive Director of Operations, presented staff's recommendation that the Board approve the contract for the Human Resources and Finance Management system. Mr. Dailey and Mr. Aito responded to questions from the Board.

Director Quesada made a motion for Board approval of item 9F. Director Kamp seconded the motion. The Board approved the motion unanimously (Res. Nos. 24-107 and 24-108).

10. Mandatory rotation of external auditor policy

Chairman Knight called the Board into executive session at 11:10 a.m. and reconvened the meeting into open session at 11:34 a.m. No final action, decision, or vote was taken during the executive session.

Director Quesada made a motion to adopt a mandatory rotation of extern auditor policy. Director Baker seconded the motion. The Board did not approve the motion with a vote of 4 against the motion to 3 for the motion, with Director Wambsganss abstaining.

11. 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 Quesada made a motion to elect the following officers: Scott Levine as Chair, Moji Haddad as Vice Chair, Lorelei Griffith as Secretary, Karen Madison-Ponds as Assistant Secretary, Horatio Porter as Treasurer, and Kelley McGuire as Assistant Treasurer. Director Baker seconded the motion. The motion was approved unanimously (Res. Nos. 24-109 through 24-114).

BRIEFING ITEMS

12. FY2025 Preliminary NTTA System Budget – First Review

Horatio Porter, Chief Financial Officer, presented a briefing on the FY2025 preliminary NTTA system budget and responded to questions from the Board.

This was a briefing item only.

13. 2023 Business Diversity Attainment Results & Outreach Update

Moses Aito, Director of Business Diversity, presented a briefing on the 2023 Business Diversity attainment results and outreach.

John Martinez, Business Diversity Advisory Committee Chair, highlighted some initiatives and programs the Business Diversity Advisory Council are currently working on this year. He also expressed his appreciation for the Business Diversity staff, the great ROAD program, and NTTA as a whole.

14. Anticipated cooperative and exempt procurements 4th Quarter 2024

Jeff Dailey, Assistant Executive Director of Operations, briefed the Board on upcoming co-op and exempt procurements.

15. Consolidated Monthly Performance Report

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

16. Executive Director Report

- A. Contracts, supplements, and change orders not exceeding \$300,000.00 executed in July 2024

There were no questions for this item.

17. 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. Legal update including:
 - a. Mandatory rotation of external auditor
 - b. Bylaws
 - c. Board and employee ethics policies

- B. Section 551.074(a)(1), to deliberate the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee:

1. Executive Director contract

Chairman Knight called the Board into executive session at 12:29 p.m. and reconvened the meeting into open session at 1:26 p.m. No final action, decision, or vote was taken during the executive session.

18. Adjourn

The meeting was adjourned at 1:26 p.m.



Scott Levine, Chairman



Lorelei Griffith, Secretary