

NORTH TEXAS TOLLWAY AUTHORITY
Finance, Audit, and Administration Committee Meeting Minutes
April 3, 2025

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 April 3, 2025 at 10:00 a.m.

1. Call to order and establishment of quorum

Committee Chair Quesada called the meeting to order at 10:00 a.m. and established a quorum by calling the roll. The following committee members were in attendance:

George (Tex) Quesada	Committee Chair
Marcus Knight	Member
Derek Baker	Member
*Pete Kamp	Member

Chairman Scott Levine, Vice Chair Mojoy Haddad, *Director Pete Kamp, Director John Mahalik, *Director Lynn Gravley, and Director Andy Wambsganss were also in attendance.

*Director Pete Kamp and Director Lynn Gravley attended via telephone.

NTTA employees attending the Committee meeting were: James Hofmann, CEO/Executive Director; Lorelei Griffith, Secretary; Karen Madison-Ponds, Assistant Secretary; Horatio Porter, CFO/Treasurer; Kelley McGuire, Director of Treasury and Financial Planning/Assistant Treasurer; Elizabeth Mow, Assistant Executive Director of Infrastructure; Jeff Dailey, Assistant Executive Director of Operations; Dena Stroh, General Counsel; Linh Truong, Senior Director of Internal Audit/Enterprise Risk; Arturo Ballesteros, Director of Public Affairs; Corina Johnson, Director of Human Resources; Brian Reich, Controller; Amitis Meshkani, Director of Maintenance; Eric Hemphill, Director of Traffic and Incident Management; John Bannerman, Director of Customer Care; Kevin Banks, Director of Contact Center and Collections; Danielle Thompson, Director of Procurement Services; 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; Steve Bolden, Troutman Pepper Locke, bond counsel; 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.

4. Approval of the minutes from February 2025 Finance, Audit, and Administration Committee meeting

Director Knight made a motion to approve the minutes of the February 2025 Finance, Audit, and Administration Committee meeting. Director Baker seconded the motion. The Committee approved the motion unanimously (Res. No. 25-39).

ACTION ITEMS

5. Contract approval for the following:

- A. Financial advisors
- B. Underwriting services pool

Kelley McGuire, Director of Treasury and Financial Planning, presented staff's recommendation that the Board approve the contract for financial advisors.

Director Baker made a motion for Committee approval of item 5A. Director Knight seconded the motion. The Committee approved the motion with a vote of three approving with Director Kamp recusing herself.

Kelley McGuire, Director of Treasury and Financial Planning, presented staff's recommendation that the Board approve the underwriting services pool.

Director Baker made a motion for Committee approval of item 5B. Director Kamp seconded the motion. The Committee approved the motion unanimously.

6. Approval of Internal Audit items

- A. Internal Audit/Enterprise Risk Charter
- B. Internal Audit FY2025 updated workplan
- C. Finance, Audit, and Administration Charter

Linh Truong, Director of Internal Audit/Enterprise Risk, presented staff's recommendation that the Board approve the Internal Audit/Enterprise Risk Charter and

the Internal Audit FY2025 updated workplan and responded to questions from the Committee.

Dena Stroh, General Counsel, presented staff's recommendation that the Board approve the Finance, Audit, and Administration Charter.

Director Knight made a motion for Committee approval of items 6A, B, and C. Director Kamp seconded the motion. The Committee approved the motion unanimously.

7. Approval of Registered Toll Rate

Jeff Dailey, Assistant Executive Director of Operations, presented staff's recommendation that the Board approve the registered toll rate and responded to questions from the Committee.


Director Knight made a motion for Committee approval of item 7. Director Baker seconded the motion. The Committee approved the motion unanimously.

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

There were no executive session items.

9. Adjourn

The meeting adjourned at 10:30 a.m.


George (Tex) Quesada, Committee Chair,
Finance, Audit, and Administration
Committee


Lorelei Griffith, Secretary