

NORTH TEXAS TOLLWAY AUTHORITY
Finance, Audit, and Administration Committee Meeting Minutes
November 6, 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 November 6, 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
Pete Kamp*	Member
Derek Baker	Member

Chairman Scott Levine, Vice Chair Mojoy Haddad, and Director John Mahalik were also in attendance.

*Director Pete Kamp attended via telephone.

NTTA employees attending the Committee meeting were: James Hofmann, CEO/Executive Director; Karen Madison-Ponds, Assistant Secretary; Leslie Garza, Interim Board 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; Sam Wu, Interim Director of Internal Audit/Enterprise Risk; Arturo Ballesteros, Director of Public Affairs; Corina Johnson, Director of Human Resources; Brian Reich, Controller; Melanie Terrell, Assistant General Counsel; Amitis Meshkani, Director of Maintenance; Eric Hemphill, Director of Traffic and Incident Management; Dan Robicheaux, Director of Information Technology; 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 Scott Brush, VRX, Inc., General Engineering 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 public comments.

3. Comments and announcements from the Committee members and Board members

There were no comments.

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

Director Knight made a motion to approve the minutes of the June 2025 and Special-Called June 2025 Finance, Audit, and Administration Committee meetings. Director Baker seconded the motion. The Committee approved the motion unanimously (Res. Nos. 25-160 and 161).

ACTION ITEMS

5. FY2026-FY2030 Five-Year Capital Plan second review and approval

Horatio Porter, Chief Financial Officer, presented staff's recommendation that the Board approve the FY2026-FY2030 Five-Year Capital Plan.

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

6. Approval of the 2025 Bond Defeasance Plan

Kelley McGuire, Director of Treasury and Financial Planning, presented staff's recommendation that the Board approve the 2025 Bond Defeasance Plan, and responded to questions from the Committee.

Director Knight made a motion for Committee approval of item 6. Director Baker seconded the motion. The Committee approved the motion unanimously.

7. Approval of the following policies:

- A. Sponsorship Policy
- B. Drive to Excellence Policy
- C. Roadway Naming Policy
- D. Replacement of Disadvantaged, Minority, Women-Owned and Small Business Enterprises Policy with, and approval of, Small Business Program Policy

Items 7A, B, C, and D were addressed after executive session.

BRIEFING ITEMS

8. Quarterly Investment Report 3rd Quarter 2025

Kelley McGuire, Director of Treasury and Financial Planning/Assistant Treasurer, presented a briefing on the quarterly investment report 3rd quarter 2025 and responded to questions from the Committee.

This was a briefing item only.

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:

1. Small Business Program Policy

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

1. Internal Auditor

Committee Chairman Quesada called the Committee into executive Session at 10:12 a.m. and reconvened the meeting into open session at 11:01 a.m. No final action, decision, or vote with regard to any matter was taken during the executive session.

10. Consideration of items (if any) from executive session

Dena Stroh, General Counsel, presented staff's recommendation that the Committee approve the Sponsorship, Drive to Excellence, and Roadway Naming policies.


Director Knight made a motion for Committee approval of items 7A through C (excluding item 7D which was voted upon after executive session). Director Baker seconded the motion. The Committee approved the motion unanimously.

Dena Stroh, General Counsel, presented staff's recommendation that the Board approve the replacement of the Disadvantaged, Minority, Women-Owned and Small Business Enterprises Policy with, the Small Business Program policy.

Director Baker made a motion to approve item 7D. Director Knight seconded the motion. The motion was approved unanimously.

11. Adjourn

The meeting adjourned at 11:11 a.m.



Mo'ay Haddad, Committee Chair
Finance, Audit, and Administration
Committee



Karen Madison Ponds,
Assistant Secretary