

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Meeting
November 19, 2025

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 November 19, 2025.

CALL TO ORDER

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

1. Establishment of Quorum

Chairman Levine established a quorum by calling the roll.

Mojoy Haddad	Vice Chair
John Mahalik	Director
Pete Kamp	Director
Derek Baker	Director
Marcus Knight	Director
Andy Wambsganess	Director
Justin Hewlett	Director

NTTA employees attending the meeting were: James Hofmann, CEO/Executive Director; Karen Madison-Ponds, Assistant Secretary; Leslie Garza, Interim Board 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; Sam Wu, Interim 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; Moses Aito, Director of Business Development and Opportunities; Danielle Thompson, Director of Procurement; Kelley McGuire, Director of Treasury and Financial Planning; John Bannerman, Director of Customer Care/Ombudsman; Kevin Banks, Director of Customer Service; Dan Robicheaux, Director of Information Technology; and Brian Reich, Controller. Also present at the meeting representing NTTA were Stephanie Halliday, HNTB, Program Management Consultant; Greg Schaecher, McCall, Parkhurst & Horton, bond counsel; and Steve Bolden, Troutman Pepper Locke, bond counsel.

2. Pledge of Allegiance

Chairman Levine 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

A. Swearing in of Director Justin Hewlett

Chairman Levine swore in gubernatorial appointee, Justin Hewlett of Johnson County.

5. Committee Chair reports

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

There were no comments under this item.

6. Approval of the minutes from October 2025 regular board meeting

Vice Chair Haddad made a motion to approve the minutes from the October 2025 regular Board meeting. Director Kamp seconded the motion, and it was approved unanimously (Res. No. 25-163).

CONSENT ITEMS

7. Request to advertise the following:

- A. Construction services for Dallas North Tollway roadway lighting replacement
- B. Construction services for Dallas North Tollway bridge rehabilitation
- C. Roadway operations equipment
 - 1. Vehicle-mounted message boards
 - 2. Vehicle-mounted emergency lights
 - 3. Vehicle-mounted debris removal equipment (lane blades)
 - 4. Vehicle-mounted snow and ice removal equipment
- D. Construction services for Addison Airport Toll Tunnel fire alarm system replacement

8. Contract approval for the following:

- A. Payment processor services

- B. Construction services for Dallas North Tollway ramp repairs from IH 635 to US 380
 - C. General Engineering Consultant services
 - D. Construction services for President George Bush Turnpike drainage and erosion mitigation at Arbor Creek
 - E. Construction services for systemwide raised pavement marker replacement
 - F. Advanced Traffic Management System
 - 1. Project management services
 - 2. Southwest Research Institute
9. Approval of the following cooperative and other exempt procurements:
- A. Annual data center hardware replacement
 - B. Annual workstation and peripheral replacement
10. FY2026-FY2030 Five-Year Capital Plan second review and approval
11. Approval of the 2025 Bond Defeasance Plan
12. 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
13. Acknowledgment of receipt of the Quarterly Investment Report 3rd Quarter 2025

Director Baker made a motion to approve items 7 through 13, with the exception of 12D, Director Knight seconded the motion, and it was approved unanimously (Res. Nos. 25-164 through 25-185).

Dena Stroh, General Counsel, and Moses Aito, Director of Business Development and Opportunities responded to questions from the Board.

Director Wambsganss made a motion to approve item 12D, Director Knight seconded the motion, and it was approved unanimously (Res. No. 25-186).

BRIEFING ITEMS

14. FY2025 Refinancing Transaction

Kelley McGuire, Director of Treasury and Financial Planning, briefed the Board on the FY2025 refinancing transaction.

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. Accounts Payable Process Workshop

Brian Reich, Controller, briefed the Board on the accounts payable process and responded to questions from the Board.

17. Executive Director Report

- A. Contracts, supplements, and change orders not exceeding \$300,000.00 executed in September 2025

There were no questions for this item.

18. 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. Cybersecurity 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. Legal update

Chairman Levine called the Board into executive session at 10:45 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.

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

No actions were taken under this item.

20. Adjourn

The meeting adjourned at 11:34 a.m.



Mo'ay Haddad, Chairman



Karen Madison-Ponds,
Assistant Secretary