

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Retreat
January 28, 2012

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 Clerk of Collin 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 Retreat held at the Star Brand Ranch, 1182 Star Brand Drive, Kaufman, Texas, at 8:00 a.m. on January 28, 2012.

CALL TO ORDER

Chairman Barr called the meeting to order at 8:04 a.m.

1. Establishment of Quorum

Chairman Barr established a quorum.

The following Board members were present in the meeting:

Kenneth Barr	Chairman
William Moore	Vice Chairman
Dave Denison	Director
Matrice Ellis-Kirk	Director
Michael Nowels	Director
Tex Quesada	Director
Victor Vandergriff	Director
Jane Willard	Director

NTTA employees attending the meeting were: Gerry Carrigan, Interim Executive Director; Ruby Franklin, Secretary; Lorelei Griffith, Assistant Secretary; Janice Davis, CFO/Treasurer; Tom Bamonte, General Counsel; Elizabeth Mow, Interim Assistant Executive Director Project Delivery; Clayton Howe, Assistant Executive Director Operations; Kim Tolbert, Assistant Executive Director Administrative Services; Kim Jackson, Director of Communications and Marketing; Magdalena Kovats, Director of Internal Audit.

2. Key Issue Discussion – Public/Private Culture and Practices

Chairman Barr called on Clayton Howe, Assistant Executive Director of Operations, who asked the Board if they wanted staff to be more aggressive in unpaid debt, and if they wanted to separate customer service and debt collections. After some discussion, there

was a consensus to change the relationship with those who owe money to the NTTA, to communicate to the public making sure there is a good understanding of the process, and to report back to the Board.

3. Board Governance

Chairman Barr introduced Mike Conduff, The Elim Group, who provided a briefing on indisputable behaviors of on target board members. Mr. Conduff and the Board Members discussed acting on behalf of their owners, knowing their jobs, setting targets, identifying risks, delegating work, assessing performance and practicing discipline. Discussions were held on staff developing a matrix showing tasks and what the Board expects, which could then be used to judge performance.

4. Organizational Requirements

Mr. Orsini and the Board Members discussed organizational requirements, comparing other businesses, both public and private, and discussed how the NTTA should be organized and operate.

5. Mission and Vision Review

Mr. Orsini and the Board Members discussed the current NTTA mission statement, and changes that need to be made, as well as the need to develop a vision statement.

6. Recap Goals and Priority Initiatives

Mr. Orsini provided a list of things to do coming out of the Retreat, which included ethics/conflicts/disclosure; vision/mission; communications; role in region/long range planning; governance; public/private characteristics/level of service; and organizational requirements.

7. Develop Next Steps and Assignments

Chairman Barr expressed appreciation to the Board Members and staff for being present and participating in all the discussions, and to Ron Orsini for facilitating the retreat.

8. **EXECUTIVE SESSION**

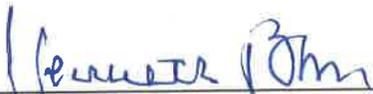
An Executive Session was not held

9. **CONSIDERATION OF ITEMS FROM EXECUTIVE SESSION**

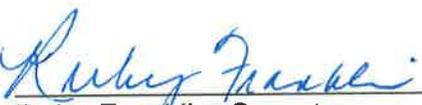
N/A

ADJOURNMENT

The meeting adjourned at 12:25 p.m.



Kenneth Barr, Chairman



Ruby Franklin, Secretary