

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Special Called Meeting of the Board of Directors
April 28, 2011

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 Special Called Board of Directors meeting held at the North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, at 3:30 p.m. on April 28, 2011.

CALL TO ORDER

Chairman Vandergriff called the meeting to order at 3:33 p.m.

1. Establishment of Quorum

Chairman Vandergriff established a quorum by calling the roll.

The following Board members were present in the meeting:

Victor Vandergriff	Chairman
Dave Denison	Vice Chairman
Kenneth Barr	Director
Kent Cagle	Director
Bob Day	Director
Michael Nowels	Director
Jane Willard	Director

NTTA employees attending the meeting were: Allen Clemson, Executive Director; Ruby Franklin, Secretary; Lorelei Griffith, Assistant Secretary; Janice Davis, CFO/Treasurer; Bob Schell, Assistant Director of General Counsel; Clayton Howe, Assistant Executive Director Operations; Kim Tolbert, Assistant Executive Director Administrative Services; Ray Zies, Controller; Magdalena Kovats, Director of Internal Audit; Dave Pounds, Director of Information Technology; Carrie Rogers, Director of Government Affairs; Kim Jackson, Director of Communications.

Also present at the meeting representing the Authority were: Frank Stevenson, Locke Lord, Bissell & Liddell (LLBL), Outside Counsel to the Authority; Phani Jammalamadala, Wilbur Smith Associates (WSA), Traffic & Revenue Consultant to the Authority.

Chairman Vandergriff welcomed The Honorable Keith Self, Collin County Judge, The Honorable Mary Horn, Denton County Judge, and The Honorable Clay Jenkins, Dallas County Judge, and noted that The Honorable Glen Whitley, Tarrant County Judge, would not be able to attend due to being out of state on county business.

2. Discussion and possible action on a proposed Collin, Dallas, Denton and Tarrant counties' performance and financial assessment of the NTTA, a potential request for qualifications for a consultant to perform such assessment, and related legislative matters.

Chairman Vandergriff indicated that the purpose of the meeting was to review a draft RFQ, and discuss the process, the scope of the RFQ, concerns, and involvement of staff, the Chairman, and the Board as a whole going forward.

Judge Self provided some history on the bills related to a review of the NTTA, and stated that the local county review is in response to the statewide Sunset attempt by Representative Anchia's bill. He stated that the counties understood that the NTTA Board had veto power over the entire process.

Judge Horn stated that the Board's comments, ideas or suggestions were welcome, but that it was important to have a degree of separation to give the outcome great credibility.

Judge Jenkins provided a briefing on a meeting he had with Representative Anchia, who expressed his concerns about the NTTA, and a subsequent conversation he had with Chairman Vandergriff and Judge Whitley of Tarrant County. Judge Jenkins stated that meetings were held, which included the four Judges, Mr. Clemson and staff, and that the county resolutions were presented and discussed, and an RFQ discussed and developed.

Judge Horn stated that while NTTA staff helped to facilitate getting the RFQ into written format, the four Judges had lead the development of the document.

After some discussion and questions were addressed, changes were made to the RFQ, and a timeline and schedule were discussed.

After further discussion and some clarification, Vice Chairman Denison made a motion to approve the RFQ with due consideration given to the comments made at today's meeting. Director Barr seconded the motion and it was approved 7-0, with Directors Moore and Shepard not in attendance.

3. EXECUTIVE SESSION

The Board did not go into Executive Session.

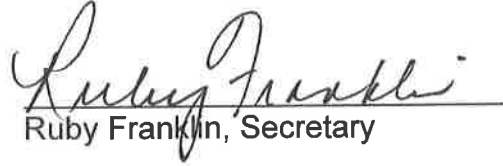
4. CONSIDERATION OF ITEMS FROM EXECUTIVE SESSION

N/A

ADJOURNMENT

Director Cagle made a motion to adjourn and Director Day seconded the motion. The meeting adjourned at 5:27 p.m.


Victor T. Vandergriff, Chairman


Ruby Franklin, Secretary