

NORTH TEXAS TOLLWAY AUTHORITY  
Minutes of the Board of Directors Worksession  
June 2, 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 Board of Directors Worksession held at the North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, at 9:00 a.m. on June 2, 2011.

**CALL TO ORDER**

Chairman Vandergriff called the meeting to order at 9:01 a.m.

1. Establishment of Quorum

Chairman Vandergriff established a quorum by calling the roll.

The following Board members were present in the meeting:

Dave Denison	Vice Chairman
Kenneth Barr	Director
Kent Cagle	Director
Bob Day	Director
Bill Moore	Director
*Michael Nowels	Director
Bob Shepard	Director
Jane Willard	Director

Director Nowels participated by phone during the Executive Session only.

NTTA employees attending the meeting were: Allen Clemson, Executive Director; Ruby Franklin, Secretary; Lorelei Griffith, Assistant Secretary; Janice Davis, Chief Financial Officer/Treasurer; Dana Gibson-Boone, Director of Cash & Debt Management/Assistant Treasurer; Bob Schell, Assistant Director of General Counsel; Clayton Howe, Assistant Executive Director Operations; Gerry Carrigan, Assistant Executive Director Project Delivery; Kim Tolbert, Assistant Executive Director Administrative Services; Ray Zies, Controller; Kiven Williams, Director of Customer Service Center; Elizabeth Mow, Director of Project Delivery; J.C. Wood, Director of Maintenance; Dave Pounds, Director of Information Technology; Magdalena Kovats, Director of Internal Audit; Anthony Coleman, Director of Business Diversity; Carrie Rogers, Director of Government Affairs.

Also present at the meeting representing the Authority were: Frank Stevenson, Locke Lord, Bissell & Liddell (LLBL), Outside Counsel to the Authority; Stephanie Halliday, HNTB, General Engineering Consultant to the Authority; Ron Morrison, RBC Capital Markets, Financial Advisor to the Authority; Greg Schaecher, McCall Parkhurst & Horton (MPH), Bond Counsel to the Authority; Michael Copeland, Wilbur Smith Associates (WSA), Traffic & Revenue Consultant to the Authority.

2. Public Comments

No comments were made under this item.

3. Chairman comments

- A. Legislative briefing
- B. Update on NTTA Sunset Legislation and County review

Carrie Rogers, Director of Government Affairs, provided a briefing on bills being monitored, including SB19, SB246, SB469 and SB1420.

Chairman Vandergriff provided a briefing on the NTTA Sunset Legislation and County review.

**BRIEFINGS**  
**Project Delivery**

4. Briefing on the Dallas North Tollway Extension, Phase 4B/5A Environmental Evaluation and Schematic Design

Elizabeth Mow, Director of Project Delivery, briefed the Board on the schematic design alignment, planning and environmental evaluation process and schedule, work group members and public involvement efforts, project goals, environmental evaluation impact assessments, and right of way for the DNT Extension, Phase 4B/5A environmental evaluation and schematic design. Ms. Mow and Gerry Carrigan, Assistant Executive Director Project Delivery, addressed questions of the Board.

**Information Technology**

5. Briefing on contract with Infor Global Solutions (Atlanta), Inc. for Hansen software upgrade

Dave Pounds, Director of Information Technology, provided an overview of the Hansen software upgrade, including business needs, procurement process and business diversity, and addressed questions of the Board.

6. Briefing on a contract with Highway Intelligent Traffic Systems, Corp. for installation of Dynamic Message Sign and CCTV structures for the President George Bush Turnpike and Dallas North Tollway

Mr. Pounds briefed the Board on a contract for installation of Dynamic Message Sign and CCTV structure for the PGBT and DNT, and addressed questions of the Board.

### **Maintenance**

7. Briefing on the proposed policy and procedures for the Sale of Surplus Real Property by the NTTA
8. Briefing on the amendments to the policy and procedures regarding the Use of NTTA Real Property by Individuals and Other Entities

J.C. Wood, Director of Maintenance, provided a briefing on items 7 and 8, the proposed policies for Sale of Surplus Real Property and the Use of NTTA Real Property. Mr. Wood and Mr. Clemson addressed questions of the Board.

9. Briefing on the results and recommendations of the speed studies for the Lewisville Lake Toll Bridge, Mountain Creek Lake Bridge, and Addison Airport Toll Tunnel.

Mr. Wood briefed the Board on the results of speed studies for LLTB, MCLB and AATT, including the proposed implementation and financial impact.

### **Finance**

10. Monthly Financial report for April 30, 2011

Ray Zies, Controller, briefed the Board on the monthly financial report, including the lane miles, transactions, revenues, assets and cash flow cumulative forecasts to actual.

11. Briefing on 2012-2016 Five-Year Capital Plan

Armando Garza, Budget and Compliance Manager, provided an overview of the five-year capital plan, including the financial numbers and long term financial plans. Mr. Clemson, Ms. Davis and Mr. Garza addressed questions of the Board, and indicated that the item would be presented at the July Worksession and Board meeting.

12. Briefing on 2008J Refunding Finance Plan with possible action to approve underwriter and remarketing agent

Dana Gibson Boone, Director of Cash and Debt Management, briefed the Board on the refunding of Series 2008J Bonds, including options, Letter of Credit summary, underwriter and remarketing agent, finance team and proposed timeline.

Director Day made a motion to approve the underwriter and remarketing agent. Vice Chairman Denison seconded the motion and it was approved unanimously. (Resolution No. 11-85)

## Reports

13. Executive Director reports

No reports were presented.

14. Summary of Monthly Project Delivery Report relating to contracts, expenditures, budgets and status of the following NTTA turnpike projects

- A. Dallas North Tollway
- B. President George Bush Turnpike
- C. Lewisville Lake Toll Bridge
- D. President George Bush Turnpike – Eastern Extension
- E. President George Bush Turnpike – Western Extension
- F. Chisholm Trail Parkway
- G. Sam Rayburn Tollway
- H. Mountain Creek Lake Bridge
- I. Addison Airport Toll Tunnel
- J. SH 190 East Branch
- K. SH 170
- L. SH 360
- M. Trinity Parkway

## 15. EXECUTIVE SESSION

Vice Chairman Denison called the Board into Executive Session at 10:30 a.m. and reconvened the meeting into open session at 11:05 a.m. No final action, decision nor vote with regard to any matter was taken during the Executive Session.

## 16. CONSIDERATION OF ITEMS FROM EXECUTIVE SESSION

N/A

## ADJOURNMENT

Vice Chairman Denison made a motion to adjourn and Director Barr seconded the motion. The meeting adjourned at 11:07 a.m.

  
Victor T. Vandergriff, Chairman

  
Ruby Franklin, Secretary