

**AGENDA
NORTH TEXAS TOLLWAY AUTHORITY
BOARD OF DIRECTORS MEETING
BOARD ROOM, SUITE 200
5900 WEST PLANO PARKWAY
PLANO, TEXAS
FEBRUARY 16, 2011
9:00 AM**

All agenda items are subject to possible discussions, questions, and actions by the North Texas Tollway Authority Board of Directors. Agenda item numbers are assigned for ease of reference only and do not necessarily reflect the order of their consideration by the Board. The Board of Directors reserves the right to discuss any items in executive session whenever legally justified under the Open Meetings Act. Board members may participate in this meeting via telephone conference call in accordance with Section 366.262 of the Texas Transportation Code.

CALL TO ORDER

1. Establishment of quorum
2. Public Comments
3. Chairman update
 - A. Regional partnership
 - B. Legislative opportunities and issues
 - C. 2011 Committee/Workshop structure

RESOLUTION(S) FOR CONSIDERATION

4. Resolution approving the minutes of the January 10, 2011 Special Called Board of Directors meeting and the January 19, 2011 Board of Directors meeting
5. Briefing and possible action on sale of NTTA interest in RITE software to ETC Corporation, amendments to the Value Added Reseller Agreement, and software license for continued use of the RITE software
6. Briefing and possible action on sticker TollTag purchase
7. Briefing and possible action on a contract with Austin Bridge and Road, L.P., for the construction of retaining wall 301 repair/pavement repair on the President George Bush Turnpike at Kelly Boulevard in an amount not to exceed \$2,814,565.85

8. Briefing and possible action regarding the financing for development of the President George Bush Turnpike – Western Extension, including approval of a loan agreement under the Transportation Infrastructure Finance and Innovation Act, a Master Custodial Account Agreement, a Trust Agreement, Tiger Grant Agreement, the issuance of PGBT-WE bonds and bond anticipation notes, a toll rate resolution, and related documents

BRIEFINGS

Administration

9. Briefing on the development of the Collin County segment of the Outer Loop
10. Analysis and evaluation of NTTA business model and procurement process

Finance

11. Overview of interest rate swaps
12. December 31, 2011 Monthly Financial Report/Quarterly Investment Report

Customer Service

13. Briefing on toll transaction invoicing 30/30 business rule
14. Briefing on outsourcing image review

Business Diversity

15. Business Diversity Activity Report February 2011

Reports

16. RTC briefing
 - A. Update on 2035 plan
17. Executive Director Report
 - A. Items Administratively approved in January 2011
 - B. Human Capital Metrics Report

18. EXECUTIVE SESSION - Pursuant to chapter 551, subchapter D, Texas Government Code:

- A. Subsection 551.071, to receive advice from legal counsel about pending or contemplated litigation and/or settlement offers or other legal matters
- B. Section 551.072, to deliberate the purchase, exchange, lease, or value of real property
- C. Section 551.073, to deliberate regarding gifts and donations
- D. Section 551.074(a) (1), to deliberate the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee
- E. Section 551.076, to deliberate regarding security devices

19. CONSIDERATION OF ITEMS FROM EXECUTIVE SESSION

- A. Consideration of a joint resolution with the Regional Transportation Council to support comprehensive development agreement authority for TxDOT to advance the IH 35 East managed lanes, the SH 183 managed lanes and the North Tarrant Express project
- B. Briefing and possible approval of a legal services delivery plan and related personnel actions and contracts for legal services with outside law firms

ADJOURNMENT

NOTES

The North Texas Tollway System includes the Dallas North Tollway (the DNT), the President George Bush Turnpike (the PGBT), the Eastern Extension of the President George Bush Turnpike (the PGBT EE), President George Bush Turnpike Western Extension (PGBT WE), the Addison Airport Toll Tunnel (the AATT), Lewisville Lake Toll Bridge (LLTB), the Sam Rayburn Tollway (SRT), and the Mountain Creek Lake Bridge (the MCLB).

SWP refers to the Southwest Parkway Project, State Highway (SH) 121 from IH 30 to FM 1187 in Tarrant County; Chisholm Trail refers to SH 121 between FM 1187 in Tarrant County and U.S. 67 in Johnson County; Trinity Parkway refers to the proposed Trinity Parkway project between SH 183/ IH 35E interchange and U.S. 175 in Dallas County; SH 161 refers to SH 161 between SH 183 and IH 20 in Dallas County; SH 170 refers to SH 170 between SH 114 and SH 199 in Denton, Tarrant and Parker County; SH 360 refers to SH 360 between Green Oaks Boulevard and U.S. 67 in Tarrant, Johnson and Ellis County; SH 190 refers to SH 190 between IH 30 and IH 20 in Dallas County. Note that the stated end points for each of the referenced projects are approximate.

The term TxDOT refers to the Texas Department of Transportation; RTC refers to the Regional Transportation Council; NCTCOG refers to the North Central Texas Council of Governments; LBJ refers to IH 635.

Any individual with a disability who plans to attend this meeting and requires auxiliary aids or services should notify the Authority as far in advance as possible, but no less than 2 days in advance, so that appropriate arrangements can be made. Contact Human Resources by telephone at (214) 461-2000 or Relay Texas at 1-800-735-2989; by e-mail at ADA@ntta.org; or in person at 5900 W. Plano Parkway, Plano, Texas, 75093.