

NORTH TEXAS TOLLWAY AUTHORITY  
Minutes of the Special Called Board of Directors Meeting  
March 1, 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 Special Called Board of Directors meeting held at the North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, at 11:00 a.m. on March 1, 2012.

**CALL TO ORDER**

Chairman Barr called the meeting to order at 11:39 a.m.

1. Establishment of Quorum

Chairman Barr established a quorum by calling the roll.

The following Board members were present in the meeting:

Kenneth Barr	Chairman
Williams Moore	Vice Chairman
Matrice Ellis-Kirk	Director
William D. Elliott	Director
Michael Nowels	Director
Tex Quesada	Director
*Victor Vandergriff	Director
Jane Willard	Director

\*Participated telephonically during a portion of the Executive Session and during the public session following the Executive Session.

NTTA employees attending the meeting were: Gerry Carrigan, Interim Executive Director; Ruby Franklin, Secretary; Lorelei Griffith, Assistant Secretary; Janice Davis, CFO/Treasurer; Dana Gibson-Boone, Director of Cash and Debt Management/Assistant 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; Ray Zies, Controller; Anthony Coleman, Director of Business Diversity; Kiven Williams, Director of Customer Service; Marty Legè, Director of System Incident Management; Nina Arias, Director of Human Resources; Magdalena Kovats, Director of Internal Audit; Felix Alvarez, Director of Procurement Services; Carrie Rogers, Director of Government Affairs; Eric Hemphill, Interim Director of Maintenance.

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), Bill Mahomes, Mahomes Bolden PC, Bond Counsel to the Authority; Michael Copeland, CDM Smith, Traffic & Revenue Consultant to the Authority.

2. Waiver of market valuation and first option regarding the SH 183 managed lanes project from SH 161 to IH 35E / Trinity Parkway

This item was considered following the Executive Session.

Vice Chairman Moore made a motion to approve item 2 and Director Vandergriff seconded the motion. The motion was approved unanimously. (Resolution No. 12- 25)

### 3. EXECUTIVE SESSION

Chairman Barr called the Board into Executive Session at 11:42 a.m. and reconvened the meeting into open session at 1:55 p.m. No final action, decision nor vote with regard to any matter was taken during the Executive Session.

Chairman Barr noted that Director Ellis-Kirk departed at 1:00 p.m.

Chairman Barr noted that Director Vandergriff participated telephonically until 1:00 p.m., and had rejoined the public portion of the meeting.

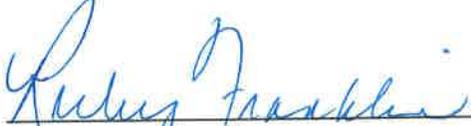
### 4. CONSIDERATION OF ITEMS FROM EXECUTIVE SESSION

Item 2 was considered following the Executive Session.

### ADJOURNMENT

The meeting adjourned at 2:05 p.m.

  
Kenneth Barr, Chairman

  
Ruby Franklin, Secretary