

**AGENDA
NORTH TEXAS TOLLWAY AUTHORITY
WORKSESSION OF THE BOARD OF DIRECTORS
BOARD ROOM, SUITE 200
5900 WEST PLANO PARKWAY
PLANO, TEXAS
MARCH 3, 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.

Please note that commencement of this meeting may be delayed due to an ongoing meeting of the NTTA Legal Services Committee

CALL TO ORDER

1. Establishment of quorum
2. Public Comments

RESOLUTION(S) FOR CONSIDERATION

3. 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
4. Briefing and possible action approving an extension of Series 2009D Bonds letter of credit with JPMorgan Chase Bank
5. Briefing and possible action on a contract with Locke Lord Bissell & Liddell, L.L.P. for the legal services of Frank Stevenson
6. Briefing and possible action on a contract with Locke Lord Bissell & Liddell, L.L.P. to provide general legal services
7. Briefing and possible action on selection of outside counsel to provide legal services in the acquisition of right-of-way for Chisholm Trail sections 5 and 6

8. Briefing and possible action of engagement of Korn/Ferry International to conduct an executive search for the NTTA position of General Counsel
9. Approval and ratification of retaining the law firm of Nesbit, Vassar, McCown & Roden, L.L.P. to provide legal services regarding the Dallas Morning News TPIA request
10. Briefing and possible action on selection of outside counsel to provide legal services for the legal sufficiency review of the environmental document for the DNT 4B/5A project
11. Briefing and possible action on selection of outside counsel to assist Legal Services Committee and the Board with implementation of Legal Services Delivery Plan and search for General Counsel

BRIEFINGS

Administration

12. Briefing on the development of the Collin County segment of the Outer Loop
13. Briefing on the analysis proposed approach for the NTTA business model

Legislation

14. Legislative discussion and general update

Finance

15. Briefing on monthly financial report for January 31, 2010
16. Briefing on 2012 budget calendar/5 year capital plan calendar

Information Technology

17. Briefing on a one year renewal of a contract with eVerge Group of Texas, Ltd. for PeopleSoft maintenance and support services
18. Briefing on procurement of Oracle PeopleSoft and Hyperion annual software maintenance and support for 2011
19. Briefing on the purchase of Idris software license upgrades
20. Briefing on the extension of a contract with SecureNet for security systems integration services through December 31, 2011

21. Briefing on the extension of contract with Zenisys Corporation for support and maintenance of SCIP and ARM applications through December 31, 2011

Maintenance

22. Briefing on the award of a construction contract with Craig Olden, Inc. for the stabilization of walls 3L, 3R, 4L, 4R on the President George Bush Turnpike at State Highway 114 in an amount not to exceed \$1,188,341.00
23. Briefing on preparations to procure design-build services for the Frisco Operations center

Project Delivery

24. Briefing on the Utility Adjustment Agreement reimbursement to City of Grand Prairie, City of Irving, AT&T, Verizon, Atmos Energy, Oncor Electric and Time Warner Cable for the PGBT-Western Extension (SH 161) Corridor
25. Briefing on the award of a contract with SEMA Construction, Inc. for construction of section 4 of Southwest Parkway in an amount not to exceed \$59,959,713.43
26. Briefing on the award of a contract and work authorization with Brown & Gay Engineers, Inc. for construction management services on Southwest Parkway section 4 in an amount not to exceed \$4,416,000.00
27. Briefing on the award of a contract and work authorization with MACTEC Engineering and Consulting, Inc. for construction materials testing services on Southwest Parkway section 4 in an amount not to exceed \$972,811.00
28. Briefing of a supplemental agreement with Kennedy Consulting, Ltd. for design services during construction on Southwest Parkway section 4 in an amount not to exceed \$300,000.00
29. Briefing on an award of a contract with Granite Construction Company for the design and construction of Southwest Parkway/Chisholm Trail section 6 in an amount not to exceed \$XXX
30. Briefing on an award of a contract and work authorization with HDR Engineering, Inc. for construction management services on Southwest Parkway/Chisholm Trail section 6 in an amount not to exceed \$XXX
31. Briefing on the payment of a stipend to the two unsuccessful proposers for the design and construction of section 6 of the Southwest Parkway/Chisholm Trail Project

32. Briefing on the purchase of mitigation banking credits for impacts to jurisdictional waters and wetlands resulting from the construction of Southwest Parkway/Chisholm Trail in an amount not to exceed \$2,026,780.00
33. Briefing on the acquisition of certain properties as necessary for the construction, operation and maintenance of Southwest Parkway/Chisholm Trail sections 5 and 6

Business Diversity

34. Briefing on the proposed 2011 M/WBE industry-specific goals

Reports

35. Executive Director Report
 - A. DNT / LBJ interchange update
36. 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. Southwest Parkway / 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
37. **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

38. CONSIDERATION OF ITEMS FROM EXECUTIVE SESSION

- A. Briefing and possible approval of 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.