

NORTH TEXAS TOLLWAY AUTHORITY
Finance & Audit Committee Meeting Minutes
April 5, 2012

A public notice of this meeting containing all items was filed in the Office of the Secretary of State as required by Chapter 551 of the Texas Government Code, referred to as "The Open Meetings Act."

Minutes of the Finance & Audit Committee meeting held at the North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, on April 5, 2012 at 9:00 a.m.

CALL TO ORDER

Committee Chairman Nowels called the meeting to order at 9:10 a.m.

1. ESTABLISHMENT OF QUORUM

Committee Chairman Nowels established a quorum by calling the roll. The following committee members were in attendance:

Michael Nowels	Committee Chairman
Matrice Ellis Kirk	Member
*Victor Vandergriff	Member
*Jane Willard	Member

Chairman Barr and Director Quesada were also in attendance.

*Director Vandergriff arrived at 9:15 am

*Director Willard was appointed as a Committee member by Chairman Barr in order to establish a quorum.

NTTA employees attending the Committee meeting were: Tom Bamonte, General Counsel; Ruby Franklin, Secretary; Lorelei Griffith, Assistant Secretary; Janice Davis, Chief Financial Officer/Treasurer; Dana Boone, Director of Cash and Debt Management/Assistant Treasurer; Clayton Howe, Assistant Executive Director of Operations; Kim Tolbert, Assistant Executive Director of Administrative Services; Ray Zies, Controller; Magdalena Kovats, Director of Internal Audit; Eric Hemphill, Interim Director of Maintenance; Kiven Williams, Director of Customer Service Center; Marty Legè, Director of System Incident Management; Anthony Coleman, Director of Business Diversity; Kim Jackson, Director of Communications; Carrie Rogers, Director of Government Affairs; Dave Pounds, Director of Information Technology; Felix Alvarez, Director of Procurement Services.

Also present at the meeting representing the Authority were Frank Stevenson, Locke Lord, Board Counsel; Greg Schaecher, McCall Parkhurst & Horton, Bond Counsel to the Authority; Bill Mahomes, Mahomes Bolden, PC, Bond Counsel to the Authority;

Stephanie Halliday, HNTB, General Engineering Consultant to the Authority; Michael Copeland, Wilbur Smith Associates, Traffic and Revenue Consultant to the Authority; Ron Morrison, RBC Capital Markets, Financial Advisor to the Authority.

2. General public comments not related to specific agenda items

No comments were made under this item.

3. Resolution approving the minutes of the March 1, 2012 Finance and Audit Committee meeting

Director Ellis Kirk made a motion to approve the minutes of the March 1, 2012 Finance and Audit Committee meeting, and Director Vandergriff seconded the motion. The minutes were approved unanimously. (Resolution No. 12-54)

4. Briefing on 2012 Bond Refunding Options and Finance Plan

Dana Gibson-Boone, Director of Cash and Debt Management, and Ron Morrison, Financial Advisor with RBC Capital Market, LLC jointly presented the 2012 Bond Refunding Options and Finance Plan. They illustrated economic savings opportunities, disclosed depleted savings, and discussed options for capitalizing on the current market's volatility while preserving restructuring flexibility. They also defined investment terms, presented refunding overviews, and provided an analysis of available refunding alternatives (including pros and cons).

Staff responded to questions from the Board. The Board discussed granting authority to allow Staff to take advantage of refunds and existing market conditions. Staff, General Counsel, and Bond Counsel will collaborate to establish parameters.

5. Briefing on Chase Paymentech credit card processing services - one year contract extension

Dana Gibson-Boone, Director of Cash and Debt Management, presented the briefing on Chase Paymentech's one year contract extension. Staff responded to questions from the Board. No recommendation or votes required – briefing, only.

6. Briefing on Revenue Assurance Plan - Collections

Clayton Howe, Assistant Executive Director of Operations, presented the briefing on the Revenue Assurance Plan for Collections. He communicated results of industry research related to collection practices and procedures. Mr. Howe supplied comparisons and financial implications associated with altering the business rules, presented benchmarked advantages and disadvantages of the existing collection flow, and divulged enforcement possibilities. A detailed presentation will be given at the April meeting. Finalization and implementation of an action plan will occur in the workshop (taking place after April's Board meeting). Mr. Howe responded to questions from the Board and will complete the requested "sweep" analyses. No recommendation or votes required – briefing, only.

7. RITE System Projects Update

Clayton Howe, Assistant Executive Director of Operations, also presented an update on the RITE system projects; noting the project is 1-day ahead of schedule. Significant milestones were achieved during the month of March – NTTA and ETCC completed comparisons of business and functional requirements, conflicts between requirements were resolved, five modules were delivered (Account Management, Address Verification, Account Merge, Combined Accounts, and IVR Impacts), and testing is in progress.

8. Monthly Financial Report for the month of February 2012

Ray Zies, Controller, presented the MFR for February 2012; highlighting NTTA's assets, liabilities, investment in capital assets, AVI and ZC comparisons, A/R turnover, and TXN analyses. The presentation contained a number of charts and graphs depicting the Statement of Net Assets, cash flow requirements, budgets versus actuals, and more. Staff responded to questions from the Board and will track AVI to ZC and ZC to AVI.

12. EXECUTIVE SESSION

An Executive Session was not held.

13. CONSIDERATION OF ITEMS FROM EXECUTIVE SESSION

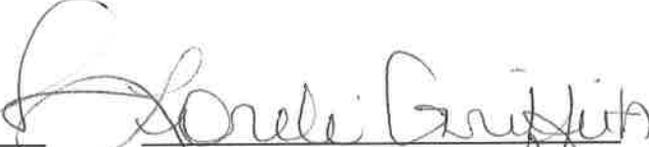
N/A

ADJOURNMENT

The meeting adjourned at 10:54 a.m.



Michael Nowels, Committee Chairman
NTTA Finance & Audit Committee



Lorelei Griffith, Assistant Secretary