

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Budget Workshop
October 17, 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 Board of Directors Budget Workshop held at the North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, at 10:00 a.m. on October 17, 2012.

CALL TO ORDER

Chairman Barr called the meeting to order at 12:03 p.m.

1. Establishment of quorum

A quorum was established with the following Board Members present in the meeting:

Kenneth Barr	Chairman
William Moore	Vice Chairman
Dave Denison	Director
*Matrice Ellis-Kirk	Director
William Elliott	Director
George (Tex) Quesada	Director
Jane Willard	Director

*Director Ellis-Kirk departed at 1:36 p.m.

NTTA employees attending the meeting were: Gerry Carrigan, Executive Director; Ruby Franklin, Secretary; Lorelei Griffith, Assistant Secretary; Janice Davis, CFO/Treasurer; Tom Bamonte, General Counsel; Clayton Howe, Assistant Executive Director Operations; Kim Tolbert, Assistant Executive Director of Administrative Services; Elizabeth Mow, Assistant Executive Director of Project Delivery; Magdalena Kovats, Director of Internal Audit; Ray Zies, Controller; Kiven Williams, Director of Customer Service Center; Dave Pounds, Director of Information Technology; Anthony Coleman, Director of Business Diversity; Carrie Rogers, Director of Government Affairs; Eric Hemphill, Director of Maintenance; Nina Arias, Director of Human Resources; Kim Jackson, Director of Communications; Felix Alvarez, Director of Procurement Services; Marty Legè, Director of System Incident Management; Armando Garza, Budget & Compliance Manager.

Also present at the meeting representing the Authority was: Frank Stevenson, Locke, Lord LLP, Board Counsel.

2. General public comments not related to specific agenda items

No comments were made.

3. Comments and announcements from the Chairman and Board Members

No comments were made.

4. Discussion of the 2013 NTTA Budget

Gerry Carrigan, Executive Director, called on Armando Garza, Budget & Compliance Manager, who went over the agenda for the Budget Workshop. Mr. Carrigan discussed the approach to the 2013 budget, which included maximizing revenues, minimizing operating costs, maintaining or increasing high levels of service, and meeting or exceeding each of the targeted performance measures. Mr. Carrigan also discussed challenges and objectives staff considered while preparing the 2013 budget.

Mr. Garza then provided an overview of the preliminary 2013 budget, including combined budget numbers and major changes to the preliminary numbers.

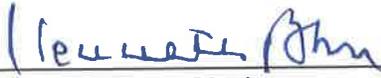
Individual department budgets were presented by: Ray Zies, Controller; Janice Davis, CFO; Clayton Howe, Assistant Executive Director of Operations; Kiven Williams, Director of Customer Service and Support Services; Dave Pounds, Director of Information Technology; Kim Jackson, Director of Communications; Elizabeth Mow, Assistant Executive Director of Project Delivery; Carrie Rogers, Director of Government Affairs; Marty Legè, Director of System Incident Management; Kim Tolbert, Assistant Executive Director of Administrative Services; Anthony Coleman, Director of Business Diversity; Nina Arias, Director of Human Resources; Magdalena Kovats, Director of Internal Audit; Tom Bamonte, General Counsel; Eric Hemphill, Director of Maintenance.

Staff addressed questions of the Board, and indicated that a revised preliminary 2013 budget would be provided to the Board.

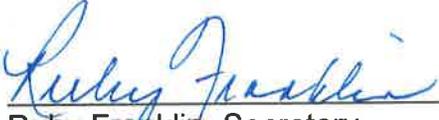
Chairman Barr and Vice Chairman Moore expressed an interest in starting the budget process earlier in the year for the 2014 budget.

ADJOURNMENT

The meeting adjourned at 2:20 p.m.



Kenneth Barr, Chairman



Ruby Franklin, Secretary