NORTH TEXAS TOLLWAY AUTHORITY
NTTA Legal Services Committee Meeting Minutes
MARCH 6, 2014

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 NTTA Legal Services Committee meeting held at the North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, on March 6, 2014, beginning at 10:15 a.m.

CALL TO ORDER

Committee Chairman Elliott called the meeting to order at 10:15 a.m.

1. ESTABLISHMENT OF QUORUM

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

William Elliott	Committee Chairman
Mojy Haddad	Member
George (Tex) Quesada	Member
Gary Kloepper	Member

The following ex officio non-voting members were in attendance:

Gerry Carrigan	CEO/Executive Director
Tom Bamonte	General Counsel
Frank Stevenson	Board Counsel
Magdalena Brady	Director of Internal Audit

Chairman Barr, Vice Chairman Moore, and Director Ellis-Kirk were also in attendance.

NTTA employees attending the Committee meeting were: Gerry Carrigan, CEO/Executive Director; Lorelei Griffith, Secretary; Karen Madison-Ponds, Assistant Secretary; Janice Davis, AED of Strategic & Innovative Solutions/Treasurer; Dana Gibson-Boone, Director of Cash and Debt Management/Assistant Treasurer; Horatio Porter, CFO; Tom Bamonte, General Counsel; Magdalena Brady, Director of Internal Audit; Nicole Mucha, interim Director of Procurement Services.

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

2. General public comments not related to specific agenda items

No comments were made under this item.

3. Approval of minutes from the December 5, 2013 Legal Services Committee meeting

Director Haddad made a motion to approve the minutes, and Director Kloepper made the second motion. The motion was approved unanimously. (Resolution No. 13-109)

New Business

4. Briefing on NTTA trademarks and related legal issues

Robert Nail, Locke Lord LLP, presented the Committee with the presentation on trademark issues. Mr. Nail has been handling NTTA's portfolio of trademarks for the last several years. Mr. Nail briefed the Committee on the following items: Terms of the agenda, acquisition of trademarks, and the necessary steps of maintaining the registration.

Committee Chairman Elliott inquired about the number of marks appears to be current.

Mr. Nail addressed the questions of the Committee stating fifteen or so, registrations, in terms of the actual Tollway marks.

Committee Chairman Elliott inquired about the infringement concerns that may have occurred over the years.

Mr. Nail addressed the questions of the Committee stating he has not handled any directly, but occasionally spots some sort of unauthorized use of. For example, the circle "T"

Committee Chairman Elliott inquired about the individual highways, such as, the Bush, Sam Rayburn Tollway, having any particular marks and yet is there signage that utilizes them.

Mr. Nail addressed the questions of the Committee stating this information is being researched.

Director Quesada inquired about the timeframe and the go ahead.

Mr. Nail addressed the questions of the Committee stating this would likely to happen within the next few weeks, depending upon the final drafts of the application.

Director Haddad inquired to what degree can an individual, make any modifications to our logo, in order to utilize it and it not to be considered infringement. For example, if an

individual makes minor alterations to our logo would it not to be considered infringement.

Mr. Nail addressed the questions of the Committee stating this would be considered infringement as long as it's a competitive industry, should it be the same or similar services and if there are confusing similarities to the marks.

Director Haddad inquired could a similar service utilize the exact same logo and just add an additional word, probably not a chance of that happening.

Mr. Nail addressed the questions of the Committee stating he agrees.

Additional questions were asked by the Committee.

Mr. Nail addressed all questions and concerns of the Committee.

5. Interlocal Agreements for habitual violator vehicle registration blocks with Ellis, Grayson, Johnson and Rockwall counties.

Tom Bamonte, General Counsel, provided a briefing to the Committee on the four counties stating that the agreements are identical. The agreements were drafted by outside counsel with Ellis, Grayson Johnson, and Rockwall Counties.

Director Quesada inquired if all agreements have been approved by their counterparties.

Mr. Bamonte addressed the Committee concerns stating yes, the documents are being reviewed by various governing bodies.

Director Quesada made a motion to move this item to the full Board, and Director Kloepper seconded the motion. The motion was passed unanimously.

6. One-year extension and amendment to the Interlocal Agreement with the City of Dallas Regarding Parking Transaction Clearinghouse Services and Automated Vehicle Identification Equipment at Dallas Love Field Airport

Tom Bamonte, General Counsel, provided a briefing to the Committee on the one year extension of the longstanding ILA that NTTA has with the City of Dallas, which will allow Tolltags to be utilized to access Love Field parking lots.

Director Quesada made a motion to move this item to the full Board, and Director Haddad seconded the motion. The motion was passed unanimously.

Old Business

7. Special Projects

   A. Contract boilerplate project
   B. Document repository project
   C. D&O insurance review

Tom Bamonte, General Counsel, provided an update to the Committee on the items listed. Mr. Bamonte stated that Jim Rain has been assigned to the Boilerplate project and has been task with updating our contract templates.

Mr. Bamonte stated the Document repository project information has been reported to the Committee in previous initiatives.

Mr. Bamonte stated the D&O insurance project is being reviewed by Chuck Keeble from Haynes and Boones for the mechanisms that protect the directors from liability.

Committee Chairman Elliott expressed excellent appreciation to Mr. Bamonte

8. Committee informational items

   D. Two-month draft agenda outlook
   E. Legal budget information
   F. Time-sensitive legal assignments
   G. Pending matters

9. **EXECUTIVE SESSION – Pursuant to Chapter 551, Subchapter D, Texas Government Code**

   H. Section 551.071, to receive advice from legal counsel about pending or contemplated litigation and/or settlement offers or other legal matters.

      1. Briefing on pending MSE wall litigation (e.g., Kelly Wall lawsuit)

No Executive Session held.

10. Adjournment

The meeting adjourned at 10:57 a.m.

William Elliott, Chairman
NTTA Legal Services Committee

Karen Madison-Ponds, Assistant Secretary