

NORTH TEXAS TOLLWAY AUTHORITY  
Minutes of the Board of Directors Meeting  
September 24, 2014

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 Clerks of Collin County, Tarrant County, Denton County and Dallas 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 meeting held at the North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, at 10:00 a.m. on September 24, 2014.

**CALL TO ORDER**

Chairman Barr called the meeting to order at 10:04 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
William Moore	Vice Chairman
Michael Nowels	Director
*Gary Kloepper	Director
George (Tex) Quesada	Director
Jane Willard	Director
Mojoy Haddad	Director

\*Director Kloepper attended via phone.

NTTA employees attending the meeting were: Gerry Carrigan, CEO/Executive Director; Lorelei Griffith, Secretary; Karen Madison-Ponds, Assistant Secretary; Horatio Porter CFO/Treasurer; Dana Gibson-Boone, Director of Cash and Debt Management/Assistant Treasurer; Tom Bamonte, General Counsel; Magdalena Brady, Director of Internal Audit; Elizabeth Mow, Assistant Director of Infrastructure; James Hofmann, Assistant Executive Director of Operations; Brian Reich, Controller; Anthony Coleman, Director of Business Diversity; Pete Havel, Director of Legislative Affairs; Craig Lockett, Director of Human Resources; Kim Jackson, Senior Director of Public Affairs; Carrie Rogers, Director of Government Affairs; John Bannerman, Director of Customer Service; Eric Hemphill, Director of Maintenance; Kim Tolbert, Chief Strategic Officer; Robert Rangel, Director of Financial Planning and Analysis; Gio Rodriguez, Director of Collections and Toll Enforcement; Sabu Stephen, Director of Information Technology

Also present representing the Authority were: Frank Stevenson, Locke, Lord LLP, Board Counsel; Keith Jackson, Atkins, Inc., General Engineering Consultant to the Authority; Stephanie Halliday, HNTB Corporation, Project Management Consultant to the Authority; Greg Schaecher, McCall Parkhurst & Horton (MPH), Bill Mahomes, Mahomes Bolden, PC, Bond Counsel to the Authority; Michael Copeland, CDM Smith Associates,

Traffic & Revenue Consultant to the Authority; Sam Bahluli, C&M Associates, Inc.,  
Traffic & Revenue Consultant to the Authority.

2. General public comments not related to specific agenda items

No comments were made under this item.

3. Comments and announcements from the Chairman and Board Members

- A. Texas Public Works Association Innovation Award
- B. American Association for Affirmative Action Award

4. Committee Chair reports

- A. Customer Service, Projects and Operations
- B. Finance and Audit
- C. Legal Services
- D. Administration
- E. Regional Transportation Council

5. Approval of the minutes from the August 20, 2014 Regular Board Meeting

Director Quesada made a motion to approve the minutes of the meeting held August 20, 2014. Vice Chairman Moore seconded the motion, and it was approved unanimously (Resolution No. 14-86).

#### **ITEMS RECOMMENDED FOR APPROVAL BY THE CUSTOMER SERVICE, PROJECTS AND OPERATIONS COMMITTEE**

6. Purchase of EMC Corporation's enterprise and backup storage equipment from Thomas Gallaway Corporation, doing business as Technogent, in the amount of \$1,034,806.00
7. Upgrade to and purchase of an additional Impact 360 Quality Monitoring and Workforce Management software module from Verint Americas Inc., in the amount of \$228,900.00
8. Additional funds for on-call, as needed, fiber optic locates and emergency repair services with AT&T in an amount not to exceed \$450,000.00

Chairman Barr entertained a motion to approve items 6 through 8. Director Nowels made a motion to approve the items, and Director Willard seconded the motion. The motion was approved unanimously. (Resolutions No. 14-87 through 14-89)

#### **ITEMS RECOMMENDED FOR APPROVAL BY THE FINANCE AND AUDIT COMMITTEE**

9. 2015 Five-Year Capital Plan

Chairman Barr entertained a motion to approve item 9. Director Quesada made a motion to approve the item, and Director Willard seconded the motion. The motion was approved unanimously. (Resolution No. 14-90)

10. Fiscal year 2014 NTTA System bond refinancing plan
11. Designation of underwriting syndicate for fiscal year 2014 NTTA System bond refinancing

Vice Chairman Moore entertained a motion to approve items 10 and 11. Director Nowels made a motion to approve the items, and Director Willard seconded the motion. The motion was approved unanimously with Chairman Barr and Director Quesada recusing themselves due to a conflict. (Resolution No. 14-91)

#### **ITEMS RECOMMENDED FOR APPROVAL BY THE ADMINISTRATION COMMITTEE**

12. Resolution to support legislation to cause NTTA Maintenance and Roadway Customer Service vehicles to be covered by Texas "Move Over or Slow Down" law
13. Resolution to support the proposed amendment to the Texas Constitution relating to transportation funding on the November 4, 2014 general election ballot – Proposition 1

Chairman Barr entertained a motion to approve items 12 and 13. Director Quesada made a motion to approve the items, and Vice Chairman Moore seconded the motion. The motion was approved unanimously. (Resolutions No. 14-92 through 14-93)

#### **INDIVIDUAL ITEM FOR CONSIDERATION**

14. Election of NTTA Officers pursuant to Section 20 of NTTA Bylaws
  - A. Chairman
  - B. Vice Chairman
  - C. Secretary
  - D. Assistant Secretary
  - E. Treasurer
  - F. Assistant Treasurer

Chairman Barr entertained a motion to approve item 14, A-F. Director Quesada made a motion to approve the items, and Director Haddad seconded the motion. The motion was approved unanimously. (Resolutions No. 14-94 through 14-99)

#### **BRIEFINGS AND REPORTS**

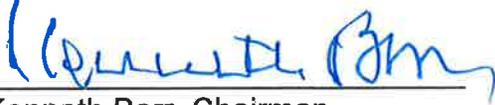
15. Consolidated Monthly Performance Report
16. Executive Director Report
  - A. Contracts, supplements, and change orders not exceeding \$300,000.00 executed in August 2014
17. EXECUTIVE SESSION – Pursuant to chapter 551, subchapter D, Texas Government Code:

There was no Executive Session held.

18. Possible action on any matter deliberated in Executive Session

**ADJOURNMENT**

The meeting adjourned at 10:52 a.m.

  
Kenneth Barr, Chairman

  
Lorelei Griffith, Secretary