

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Retreat
January 17, 2015

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 Retreat held at the Star Brand Ranch, 1182 Star Brand Drive, Kaufman, Texas, at 8:30 a.m. on January 17, 2015.

CALL TO ORDER

Chairman Barr called the meeting to order at 8:40 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
George (Tex) Quesada	Director
Jane Willard	Director
Mojoy Haddad	Director
Matrice Ellis-Kirk	Director
Gary Kloepper	Director
William Elliott	Director

NTTA employees attending the meeting were: Gerry Carrigan, CEO/Executive Director; Lorelei Griffith, Secretary; Horatio Porter, CFO/Treasurer; Tom Bamonte, General Counsel; Elizabeth Mow, Assistant Executive Director of Infrastructure; James Hofmann, Assistant Executive Director of Operations; Kim Jackson, Senior Director of Public Affairs; Magdalena Brady, Director of Internal Audit.

Also present at the meeting: Ron Orsini, Alvarez & Marsal

2. Annual training: Ethics and related issues

Tom Bamonte, General Counsel, presented on the Board Ethics Policy, Open Government, and laws regarding conflicts of interest. Mr. Bamonte discussed the annual certification of eligibility and informed Board members of the 2015 Personal Financial Statement deadline of April 30, 2015. Mr. Bamonte answered Board members' questions.

3. Retreat wrap-up and next steps

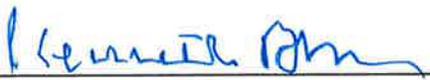
Ron Orsini, Alvarez & Marsal, reviewed retreat discussion and Board members' objectives for 2015.

5. Mid-year "Retreat follow-up" meeting discussion

Chairman Barr discussed the Board members' desire for a mid-year retreat.

6. Adjournment

The meeting adjourned at 11:06 a.m.


Kenneth Barr, Chairman


Lorelei Griffith, Secretary