

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Meeting
June 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 meeting held at the North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, at 10:00 a.m. on June 17, 2015.

CALL TO ORDER

Chairman Barr called the meeting to order at 10:13 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
Jane Willard	Director
*Gary Kloepper	Director
Mojoy Haddad	Director
George (Tex) Quesada	Director
Matrice Ellis-Kirk	Director
*Michael Nowels	Director
Bill Elliott	Director

* Directors Kloepper and Nowels participated 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, Assistant Executive Director of Strategy and Innovations; Dena DeNooyer Stroh, General Counsel; Elizabeth Mow, Assistant Executive Director of Infrastructure; James Hofmann, Assistant Executive Director of Operations; Magdalena Brady, Director of Internal Audit; Kim Tolbert, Director of Strategy and Innovations; Brian Reich, Controller; Anthony Coleman, Director of Business Diversity; 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 System Incident Management; Robert Rangel, Director of Financial Planning and Analysis; Gio Rodriguez, Director of Collections and Toll Enforcement; Sabu Stephen, Director of Information Technology; Clint Purtell, Director of Procurement Services

Also present representing the Authority were: 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) and Steve Bolden, 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. International Association of Business Communicators - Dallas Quill Awards

4. Committee Chair reports

- A. Regional Transportation Council

5. Approval of the minutes from the May 20, 2015 Regular Board Meeting

Director Haddad made a motion to approve the minutes of the meeting held May 20, 2015. Director Willard seconded the motion, and it was approved unanimously (Resolution No. 15-50).

INDIVIDUAL ITEMS FOR CONSIDERATION

6. FY2016 Special Projects System Budget

Chairman Barr entertained a motion to approve item 6. Director Ellis-Kirk made a motion to approve item 6, and Director Kloepper seconded the motion. The motion was approved unanimously. (Resolution No. 15- 51)

7. A three-year contract and work authorization from August 1, 2015 to December 31, 2015 with VRX, Inc., for Maintenance Management Consulting services, in an amount not to exceed \$1,625,000.00

Chairman Barr entertained a motion to approve item 7. Vice Chairman Moore made a motion to approve item 7, and Director Haddad seconded the motion. The motion was approved unanimously. (Resolution No. 15- 52)

8. Internal Audit Charter

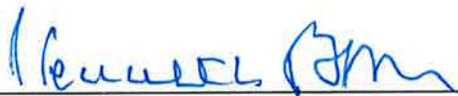
Chairman Barr entertained a motion to approve item 8. Director Willard made a motion to approve item 8, and Director Haddad seconded the motion. The motion was approved unanimously. (Resolution No. 15- 53)

BRIEFINGS AND REPORTS

9. Briefing and acknowledgement of receipt of the System FY2014 audited financial statements and reports

10. Procurement briefing
11. Consolidated Monthly Performance Report
12. Executive Director Report
 - A. Contracts, supplements, and change orders not exceeding \$300,000.00 executed in May 2015
13. EXECUTIVE SESSION – Pursuant to chapter 551, subchapter D, Texas Government Code:
 - A. Section 551.071, to receive advice from legal counsel about pending or contemplated litigation and/or settlement offers or other legal matters regarding:
14. Adjournment

The meeting adjourned at 11:34 a.m.


Kenneth Barr, Chairman


Lorelei Griffith, Secretary