

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Meeting
August 19, 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 August 19, 2015.

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
Jane Willard	Director
Mojoy Haddad	Director
Michael Nowels	Director
Matrice Ellis-Kirk	Director

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; Mark Pavageau, Interim Director of Maintenance; John Bannerman, Director of Customer Service; Eric Hemphill, Director of System Incident Management; 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
4. Committee Chair reports
 - A. Customer Service, Projects & Operations
 - B. Finance & Audit
 - C. Contiguous County Advisory
 - D. Regional Transportation Council
5. Approval of the minutes from the July 15, 2015 Regular Board Meeting

Director Nowels made a motion to approve the minutes of the meeting held July 15, 2015. Vice Chairman Moore seconded the motion, and it was approved unanimously. (Resolution No. 15-62)

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

6. Request to advertise the following contracts:
 - A. Design engineering services on the President George Bush Turnpike widening from IH 35E to Dallas North Tollway and from US 75 to SH 78
 - B. Construction management services for the Dallas North Tollway improvements from IH 635 to President George Bush Turnpike
 - C. Construction of the Dallas North Tollway improvements from IH 635 to President George Bush Turnpike
 - D. Deicing materials
 - E. Image Review System
7. A contract for environmental engineering services for the Sam Rayburn Tollway widening project, in an amount not to exceed \$1,575,015
8. An Advance Funding Agreement with TxDOT for funding of the US 75/President George Bush Turnpike interchange project

Chairman Barr entertained a motion to approve items 6-8. Director Willard made a motion to approve items 6-8, and Vice Chairman Moore seconded the motion. The motion was approved unanimously. (Resolution Numbers 15- 63 through 15-65)

ITEMS RECOMMENDED FOR APPROVAL BY THE FINANCE AND AUDIT COMMITTEE

9. Request to advertise for Traffic and Revenue Consultants
 - A. NTTA System
 - B. NTTA Special Projects System
10. An amended and restated commercial paper resolution approving a note purchase agreement with Bank of America and related documents

11. Designation of underwriting syndicate for 2015 NTTA System refunding bonds
12. A bond resolution authorizing the issuance of NTTA System Revenue Refunding Bonds for the refunding of outstanding NTTA System bonds and approving an Official Statement for the Bonds

Chairman Barr entertained a motion to approve items 9-12. Vice Chairman Moore made a motion to approve items 9-12, and Director Ellis-Kirk seconded the motion. The motion was approved unanimously. (Resolution Numbers 15- 66 through 15-69)

ITEM FOR INDIVIDUAL CONSIDERATION

13. Approval of an extension of TxDOT primacy for the Southern Gateway Project

Chairman Barr entertained a motion to approve item 13. Director Nowels made a motion to approve item 13, and Director Willard seconded the motion. The motion was approved unanimously. (Resolution No. 15- 70)

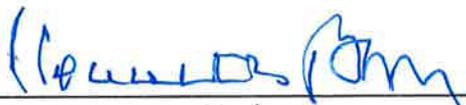
BRIEFINGS AND REPORTS

14. 2014 Business Diversity report
15. Consolidated Monthly Performance Report
16. Executive Director Report
 - A. Contracts, supplements, and change orders not exceeding \$300,000.00 executed in June 2015
17. 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:
 1. Amendment of NTTA Bylaws

Chairman Barr called the Board into Executive Session at 10:40 a.m. and reconvened the meeting into open session at 11:50 a.m. No final action, decision or vote with regard to any matter was taken during the Executive Session.

18. Adjournment

The meeting adjourned at 11:50 a.m.


Kenneth Barr, Chairman


Lorelei Griffith, Secretary