

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Meeting
September 16, 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 September 16, 2015.

CALL TO ORDER

Chairman Barr called the meeting to order at 10:07 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
Mojoy Haddad	Director
Michael Nowels	Director
Matrice Ellis-Kirk	Director
George (Tex) Quesada	Director
Bill Elliott	Director
John Mahalik	Director

NTTA employees attending the meeting were: Gerry Carrigan, CEO/Executive Director; Lorelei Griffith, Secretary; Karen Madison-Ponds, Assistant Secretary; Horatio Porter CFO/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; Brian Reich, Controller; Kim Jackson, Senior Director of Public Affairs; Anthony Coleman, Director of Business Diversity; Craig Lockett, Director of Human Resources; Mark Pavageau, Interim Director of Maintenance; John Bannerman, Director of Customer Service; Eric Hemphill, Director of System Incident Management; Kim Tolbert, Director of Strategy and Innovations; Sabu Stephen, Director of Information Technology; Clint Purtell, Director of Procurement Services; Claire Swann, Assistant General Counsel

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. Swearing in of Denton County appointee John Mahalik
- B. Resolution honoring Gary Kloepper

4. Committee Chair reports

- A. Regional Transportation Council

5. Approval of the minutes from the August 19, 2015 Regular Board Meeting

Director Haddad made a motion to approve the minutes of the meeting held August 19, 2015. Director Mahalik seconded the motion, and it was approved unanimously. (Resolution No. 15-71)

ITEM FOR INDIVIDUAL CONSIDERATION

6. Request to advertise the following contracts:

- A. Program Manager for Toll System replacement project
- B. QA/QC Manager / Independent Reviewer for Toll System replacement project
- C. HVAC replacements within Gleneagles Complex
- D. Environmental Engineering Services on the President George Bush Turnpike widening project from IH 35E to north of Belt Line Road

Chairman Barr entertained a motion to approve item 6. Director Ellis-Kirk made a motion to approve item 6, and Director Quesada seconded the motion. The motion was approved unanimously. (Resolution No. 15-72)

7. FY2016 Five-Year Capital Plan approval for System and Special Projects System

Chairman Barr entertained a motion to approve item 7. Director Ellis-Kirk made a motion to approve item 7, and Director Nowels seconded the motion. The motion was approved unanimously. (Resolution No. 15-73)

8. Agreements for IH 35E:

- A. SH 121 Project Agreement Amendment with TxDOT
- B. Design and Construction Agreement with AGL Constructors

Chairman Barr entertained a motion to approve item 8. Director Nowels made a motion to approve item 8, and Director Haddad seconded the motion. The motion was approved unanimously. (Resolutions No. 15-74 and 15-75)

9. Supplemental Agreement with Halff and Associates, Inc. for Trinity Parkway in an amount not to exceed \$589,821.00 to be reimbursed through an existing Advanced Funding Agreement with TxDOT

Chairman Barr entertained a motion to approve item 9. Director Ellis-Kirk made a motion to approve item 9, and Director Haddad seconded the motion. The motion was approved unanimously. (Resolution No. 15-76)

10. 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 related to election of NTTA officers. Director Nowels made a motion to re-elect the existing officers, which are: Kenneth Barr as Chairman, Bill Moore as Vice Chairman, Lorelei Griffith as Secretary, Karen Madison-Pond as Assistant Secretary, Horatio Porter as Treasurer, and Dana Gibson Boone as Assistant Treasurer. Director Quesada seconded the motion. The motion was approved unanimously. Under Section 20 of the NTTA Bylaws, a Chairman may not be elected to more than four successive one-year terms as Chairman unless such four-term limit is deemed waived through a two-thirds vote of the Board. Though Chairman Barr had served four consecutive terms as Chairman, the four-term limit was waived through the unanimous vote that met the two-thirds vote requirement, allowing Chairman Barr to serve another one-year term. (Resolution No. 15-77 through 15-82)

BRIEFINGS AND REPORTS

11. 2015B Bond Pricing Results
12. FY 2016 System Budget preliminary briefing
13. Consolidated Monthly Performance Report
14. Executive Director Report
 - A. Contracts, supplements, and change orders not exceeding \$300,000.00 executed in August 2015
15. EXECUTIVE SESSION – Pursuant to chapter 551, subchapter D, Texas Government Code:

There was no executive session held.

16. Adjournment

The meeting adjourned at 11:19 a.m.

Kenneth Barr, John
Kenneth Barr, Chairman

Lorelei Griffith
Lorelei Griffith, Secretary