

NORTH TEXAS TOLLWAY AUTHORITY
Finance & Audit Committee Meeting Minutes
June 2, 2016

A public notice of this meeting containing all items was filed in the Office of the Secretary of State as required by Chapter 551 of the Texas Government Code, referred to as "The Open Meetings Act."

Minutes of the Finance & Audit Committee meeting held at North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, on June 2, 2016 at 10:00 a.m.

CALL TO ORDER

Committee Chairman Moore called the meeting to order at 10:00 a.m.

1. ESTABLISHMENT OF QUORUM

Committee Chairman Moore established a quorum by calling the roll. The following committee members were in attendance:

William (Bill) Moore	Committee Chairman
Michael Nowels	Member
William Elliott	Member
John Mahalik	Member

Chairman Kenneth Barr, Director Mojoy Haddad, Director George (Tex) Quesada, and Director Jane Willard were also in attendance.

NTTA employees attending the Committee 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; 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 Jackson, Senior Director of Public Affairs; John Bannerman, Director of Customer Service; Eric Hemphill, Director of System Incident Management; Mark Pavageau, Director of Maintenance; Anthony Coleman, Director of Business Diversity; Carrie Rogers, Director of Government Affairs; Arturo Ballesteros, Director of Legislative Affairs; Brian Reich, Controller; Robert Hurmence, Director of Financial Planning and Analysis; Kim Tolbert, Director of Strategy and Innovations; Gio Rodriguez, Director of Collections and Toll Enforcement; David Evans, Senior Director of Procurement Services and Business Diversity; and Sabu Stephens, Director of Information Technology.

Also present at the meeting representing the Authority were Greg Schaecher, McCall Parkhurst & Horton, Bond Counsel to the Authority; Keith Jackson, Atkins North America, Inc., General Engineering Consultant to the Authority; Stephanie Halliday, HNTB, Project Management Consultant to the Authority; Michael Copeland, CDM Smith Associates, Traffic & Revenue Consultant to the Authority; Bill Mahomes, Mahomes

Bolden, PC, Bond Counsel to the Authority; and Sam Bohluli, C&M Associates, Inc., Traffic & Revenue Consultant to the Authority.

2. Public comments not related to specific agenda items

There were no comments.

3. Comments and announcements from the Chairman and Board Members

There were no comments.

4. Approval of the minutes from the May 5, 2016 Finance and Audit Committee meeting

Director Nowels made a motion to approve the minutes of the May 5, 2016 Finance and Audit Committee meeting. Director Mahalik seconded the motion, and it was approved unanimously. (Resolution No. 16-67)

5. Briefing on and acknowledgement of receipt of the System FY2015 audited financial statements and reports

Kevin Smith, Partner, Crowe Horwath, briefed the Committee on the System FY2015 audited financial statements and reports which were issued with an unmodified opinion (i.e., a clean opinion).

6. FY2017 Special Projects System Budget second review

Horatio Porter, Chief Financial Officer, outlined preparation guidelines, drivers, and assumptions for the FY2017 Special Projects System budget.

Director Nowels made a motion for Committee approval of the FY2017 Special Projects System Budget. Director Mahalik seconded the motion. The Committee approved the motion unanimously.

7. Updated Internal Audit FY2016 proposed work plan

Magdalena Brady, Director of Internal Audit, briefed the Committee on the updated Internal Audit FY2016 proposed work plan.

This item was a briefing only. No action was necessary.

8. Workshop:

A. Bond refunding

Horatio Porter, Chief Financial Officer and Ron Davis, First Southwest, briefed the Committee on how the bond market operates, debt profile, and pricing mechanics using the 2016A transaction as a case study of how refundings occur.

B. Traffic & Revenue consultants

Michael Copeland, CDM Smith, briefed the Committee on the development process for the 2017 System budget estimates.

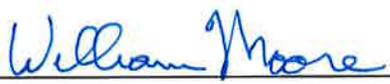
Sam Bohluli and Behruz Paschai, C&M Associates, briefed the Committee on the development process for the 2017 SPS budget estimate.

9. EXECUTIVE SESSION – Pursuant to Chapter 551, Subchapter D, Texas Government Code:

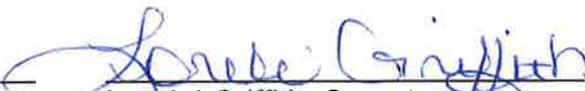
There was no executive session held.

10. Adjournment

The meeting adjourned at 11:49 a.m.



William Moore, Committee Chairman
Finance & Audit Committee



Lorelei Griffith, Secretary

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