

NORTH TEXAS TOLLWAY AUTHORITY
Finance, Audit, and Administration Committee Meeting Minutes
April 1, 2021

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, and Administration Committee meeting held at North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, noticed as April 1, 2021 at 10:00 a.m.

CALL TO ORDER

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

1. ESTABLISHMENT OF QUORUM

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

Lynn Gravley	Committee Chairman
Marcus Knight	Member
*Tim Carter	Member
*Scott Levine	Member

Chairman John Mahalik, Director Mojoy Haddad, *Director Pete Kamp, and Director George "Tex" Quesada were also in attendance.

*These Board members participated by phone.

NTTA employees attending the Committee meeting were: James Hofmann, CEO/Executive Director; Lorelei Griffith, Secretary; Karen Madison-Ponds, Assistant Secretary; Horatio Porter, CFO/Treasurer; Cindy Demers, Director of Treasury Management/Assistant Treasurer; Dena DeNooyer Stroh, General Counsel; Elizabeth Mow, Assistant Executive Director of Infrastructure; Sabu Stephen, Assistant Executive Director of Operations; Magdalena Brady, Director of Internal Audit; Juhi Chawla, Director of Information Technology; Moses Aito, Director of Business Diversity; Eric Hemphill, Director of Traffic and Incident Management; David Evans, Senior Director of Procurement Services and Business Diversity; and Amitis Meshkani, Director of Maintenance.

2. Public comments not related to specific agenda items

There were no comments.

3. Comments and announcements from the Committee Members and Board Members

There were no comments.

4. Approval of the minutes from March 4, 2021 Finance, Audit, and Administration Committee meeting

Director Carter made a motion to approve the minutes of the March 4, 2021 Finance, Audit, and Administration Committee meeting. Director Levine seconded the motion. The Committee approved the motion unanimously. (Resolution No. 21-22)

ACTION ITEMS

5. Modification of 360 Tollway project agreement with TxDOT

Horatio Porter, Chief Financial Officer, presented staff's recommendation that the Board approve the modification of 360 Tollway project agreement with TxDOT and responded to questions from the Committee.

Director Carter made a motion for Committee approval of item 5. Director Levine seconded the motion. The Committee approved the motion unanimously.

6. Series 2021 financing documents and Preliminary Official Statement

Cindy Demers, Director of Treasury Management, presented staff's recommendation that the Board approve the Series 2021 financing documents including the resolution authorizing issuance of bonds and approving Preliminary Official Statement, the resolution incorporating 360T into NTTA System, the resolution confirming toll rates for 360T as part of NTTA System, and responded to questions from the Committee.

Director Knight made a motion for Committee approval of item 6. Director Carter seconded the motion. The Committee approved the motion unanimously.

7. Internal Audit items

- A. Briefing on periodic internal assessment of the Internal Audit Department
- B. Approval of Internal Audit Charter
- C. Briefing on required communication checklist
- D. Approval Internal Audit FY2021 updated workplan

Magdalena Brady, Director of Internal Audit, briefed the Committee on the periodic internal assessment of the Internal Audit Department and the required communication checklist. She also presented staff's recommendation that the Board approve the Internal Audit Charter and the Internal Audit FY2021 updated workplan and responded to questions from the Committee.

Director Carter made a motion for Committee approval of items 7B and D. Director Levine seconded the motion. The Committee approved the motion unanimously.

BRIEFING ITEM

8. FY2021-FY2025 Five-Year Capital Plan NTTA System Review

Horatio Porter, Chief Financial Officer, briefed the Committee on the NTTA System FY2021-FY2025 Five-Year Capital Plan and responded to questions from the Committee.

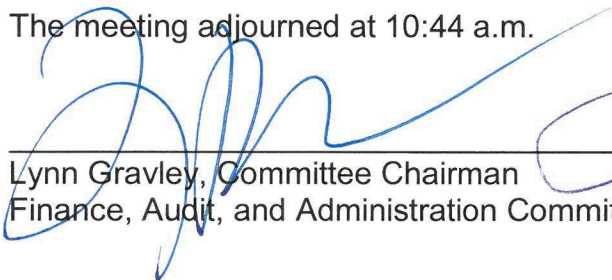
This item was a briefing only.

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

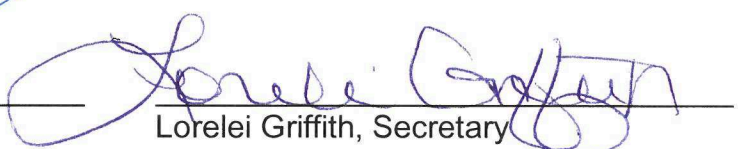
There were no executive session items.

10. Adjourn

The meeting adjourned at 10:44 a.m.



Lynn Gravley, Committee Chairman
Finance, Audit, and Administration Committee



Lorelei Griffith, Secretary