

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Retreat
January 27, 2023

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 Retreat held at Rough Creek Lodge, 5165 County Road 2013, Glen Rose, Texas, at 10:00 a.m. on January 27, 2023.

CALL TO ORDER

Chairman Knight called the meeting to order at 10:02 a.m.

1. Establishment of Quorum

Chairman Knight established a quorum by calling the roll.

The following Board members were present in the meeting:

Marcus Knight	Chair
Mojoy Haddad	Vice Chair
Pete Kamp	Director
Glen Whitley	Director
George (Tex) Quesada	Director
Jane Willard	Director
Scott Levine	Director
John Mahalik	Director
*Lynn Gravley	Director

*Director Lynn Gravley attended by phone starting at 4:30 p.m.

NTTA employees attending the meeting were: James Hofmann, CEO/Executive Director; Lorelei Griffith, Secretary; Karen Madison Ponds, Assistant Secretary; Horatio Porter, CFO/Treasurer; Dena Stroh, General Counsel; Elizabeth Mow, Assistant Executive Director of Infrastructure; Nancy St. Pierre, Director of Public Affairs; Jeff Dailey, Assistant Executive Director of Operations; Linh Truong, Director of Internal Audit/Enterprise Risk; and Autavea Basey, Director of Human Resources.

2. Welcome and opening remarks

Chairman Knight swore in the new appointee before calling role.

Chairman Knight expressed appreciation for attending the retreat and encouraged discussion by Board members and staff.

3. 2022 year in review

James Hofmann, CEO/Executive Director, presented on NTTA's growth and 2022 accomplishments. James Hofmann, Jeff Dailey, Nancy St. Pierre, and Autavea Basey responded to questions from the Board.

4. 2023 priorities

James Hofmann, CEO/Executive Director, discussed the environment for NTTA in 2023. Horatio Porter, Chief Financial Officer; Jeff Dailey, Assistant Executive Director of Operations; Elizabeth Mow, Assistant Executive Director of Infrastructure; and Nancy St. Pierre, Director of Public Affairs, presented their priorities for 2023 and responded to questions from the Board.

5. Lunch/Demographer/Traffic & Revenue

Dr. Helen You with Texas Demographic Center presented on demographic and socioeconomic trends in Texas and the North Texas area and responded to questions from the Board.

Justin Winn with CDM Smith presented on the NTTA system traffic and revenue estimation process and responded to questions from the Board.

6. Budget process review

Horatio Porter, Chief Financial Officer, and Linh Truong, Director of Internal Audit/Enterprise Risk, presented on the budget process and responded to questions from the Board.

7. Long-range planning

Horatio Porter, Chief Financial Officer, and Elizabeth Mow, Assistant Executive Director of Infrastructure, presented long-range planning financially and structural, and responded to questions from the Board.

8. Chairman-led discussion

Chairman Marcus Knight spoke about the culture amongst the Board members and asked staff to let the Board know what they need in order to be successful.

9. 2023 performance metrics

Horatio Porter, Chief Financial Officer, briefed the Board on the current performance metrics and James Hofmann introduced new HR metrics.

Director Gravley joined the meeting by phone at 4:30 p.m.

10. Internal Audit

Linh Truong, Director of Internal Audit, presented the internal audit update and responded to questions from the Board.

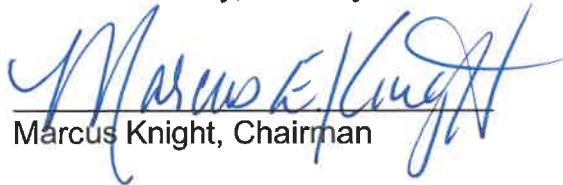
11. EXECUTIVE SESSION – Pursuant to chapter 551, subchapter D, Texas Government Code:

A. Section 551.074(a)(1), to deliberate the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee:

1. Executive Director and Internal Audit goals

Chairman Knight called the Board into Executive Session at 4:31 p.m. and reconvened the meeting into open session at 5:45 p.m. No final action, decision, or vote with regard to any matter was taken during the Executive Session.

12. The meeting was called into recess at 5:45 p.m., to be reconvened at 8:00 a.m. on Saturday, January 28, 2023.



Marcus Knight, Chairman



Lorelei Griffith, Secretary