

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Meeting
July 20, 2022

A public notice of this meeting containing all items was posted at a place convenient to the public in the administrative offices of 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 North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, at 10:00 a.m. on July 20, 2022.

CALL TO ORDER

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

1. Establishment of Quorum

Chairman Mahalik established a quorum by calling the roll.

John Mahalik	Chair
Scott Levine	Director
George (Tex) Quesada	Director
Marcus Knight	Director
Lynn Gravley	Director
Tim Carter	Director
*Pete Kamp	Director

*Director Pete Kamp participated by phone.

NTTA employees attending the 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 Stroh, General Counsel; Elizabeth Mow, Assistant Executive Director of Infrastructure; Jeff Dailey, Assistant Executive Director of Operations; Linh Truong, Senior Director of Internal Audit/Risk Enterprise; Melanie Terrell, Assistant General Counsel; Nancy St. Pierre, Director of Public Affairs; Amitis Meshkani, Director of Maintenance; Eric Hemphill, Director of Traffic and Incident Management; Juhi Chawla, Director of Information Technology; Moses Aito, Director of Business Diversity; Kevin Banks, Director of Contact Center and Collections; John Bannerman, Director of Customer Care; Brian Reich, Controller; and David Evans, Senior Director of Procurement Services and Business Diversity. Also present at the meeting representing NTTA was Greg Schaecher, McCall, Parkhurst & Horton, bond counsel; and Tammy Sims, Atkins, GEC.

2. Pledge of Allegiance

Director Knight led Board members and meeting attendees in the Pledge of Allegiance.

3. Public comments not related to specific agenda items

No comments were made under this item.

4. Comments and announcements from the Chairman and Board Members

- A. Government Finance Officers Association for Excellence in Financial Reporting award

Director Levine presented the Government Finance Officers Association for Excellence in Financial Reporting award to Horatio Porter, Chief Financial Officer, and Brian Reich, Controller, and thanked staff for their hard work.

5. Committee Chair reports

- A. Regional Transportation Council
- B. Customer Service, Projects, and Operations

No comments were made under this item.

6. Approval of the minutes from May 2022 regular board meeting and June 2022 mid-year retreat

Director Gravley made a motion to approve the minutes from the May 2022 regular board meeting and June 2022 mid-year retreat. Director Quesada seconded the motion, and it was approved unanimously. (Resolution Nos. 22-61 and 22-62)

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

7. Request to advertise for the following:

- A. Lane system assessment
- B. Construction services for systemwide pavement profiling
- C. Construction services for President George Bush Turnpike bridge bent cap sealing

8. Vendor selection for the following:

- A. Engineering services for additional roadway cameras
- B. Engineering services for additional dynamic message signs
- C. Fleet GPS and telematics services

9. Contract approval for the following:

- A. Chisholm Trail Parkway Total Routine Maintenance
- B. Janitorial services at Gleneagles
- C. Purchase toll cameras
- D. Fiber locate and fiber repair
- E. Construction services for President George Bush Turnpike at Arbor Creek erosion mitigation
- F. Construction services for President George Bush Turnpike at Pioneer Parkway mainlane rehabilitation
- G. Construction services for Sam Rayburn Tollway frontage road joint and crack sealing

Chairman Mahalik entertained a motion to approve items 7 through 9. Director Knight made a motion to approve the items, and Director Kamp seconded the motion. Elizabeth Mow responded to questions from the Board on items 9A, E, and G. The motion was approved unanimously. (Resolution Nos. 22-63 through 22-75)

INDIVIDUAL ACTION ITEMS

10. Approval of a custodial agreement for interoperability

Cindy Demers, Director of Treasury Management, presented staff's recommendation that the Board approve a custodial agreement for interoperability. Dena Stroh responded to a question from the Board.

Chairman Mahalik entertained a motion to approve item 10. Director Gravley made a motion to approve the item, and Director Carter seconded the motion. The motion was approved unanimously. (Resolution No. 22-76)

11. Approval of the following policies:

- A. Board ethics
- B. Employee ethics

Dena Stroh, General Counsel, presented staff's recommendation that the Board approve the Board and employee ethics policies.

Chairman Mahalik entertained a motion to approve item 11. Director Carter made a motion to approve the item, and Director Gravley seconded the motion. The motion was approved unanimously. (Resolution Nos. 22-77 and 22-78)

BRIEFING ITEMS

- 12. External auditor annual communication of audit planning

Kevin Smith, Crowe, presented on the external auditors' annual communication of audit planning and responded to questions from the Board.

- 13. Consolidated Monthly Performance Report

Horatio Porter, Elizabeth Mow, and Jeff Dailey briefed the Board on the Consolidated Monthly Performance Report. Mr. Porter, Mr. Dailey, Ms. Mow, and Eric Hemphill, Director of Traffic and Incident Management, responded to questions from the Board.

- 14. Executive Director Report

- A. Contracts, supplements, and change orders not exceeding \$300,000.00 executed in May 2022

No comments were made under this item.


- 15. 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. Insurance review update
 - 2. Enterprise Risk Assessment
 - 3. Internal Audit update


Chairman Mahalik called the Board into executive session at 10:28 a.m. and reconvened the meeting into open session at 11:45 a.m. No final action, decision, or vote with regard to any matter was taken during the executive session.

- 16. Adjourn

The meeting was adjourned at 11:45 a.m.



John Mahalik, Chairman



Lorelei Griffith, Secretary