

NORTH TEXAS TOLLWAY AUTHORITY
Minutes of the Board of Directors Meeting
March 20, 2024

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 North Texas Tollway Authority, 5900 West Plano Parkway, Plano, Texas, at 10:00 a.m. on March 20, 2024.

CALL TO ORDER

Chairman Knight called the meeting to order at 10:04 a.m.

1. Establishment of Quorum

Chairman Knight established a quorum by calling the roll.

Marcus Knight	Chair
Mojoy Haddad	Vice Chair
John Mahalik	Director
Lynn Gravley	Director
Pete Kamp	Director
George (Tex) Quesada	Director
Glen Whitley	Director
Derek Baker	Director

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; Jeff Dailey, Assistant Executive Director of Operations; Autavea Basey, Director of Human Resources; Arturo Ballesteros, Director of Public Affairs; Linh Truong, Senior Director of Internal Audit/Enterprise Risk; Melanie Terrell, Assistant General Counsel; Amitis Meshkani, Director of Maintenance; Eric Hemphill, Director of Traffic and Incident Management; Roland Bonilla, Interim Director of Information Technology; Moses Aito, Director of Business Diversity; Biko Taylor, Director of Procurement; Kelley McGuire, Director of Treasury; John Bannerman, Director of Customer Care; Kevin Banks, Director of Contact Center and Collections; and Brian Reich, Controller. Also present at the meeting representing NTTA were Greg Schaecher, McCall, Parkhurst & Horton, bond counsel, Steve Bolden, Locke Lord, bond counsel, and Tammy Sims, Atkins, Maintenance Management Consultant.

2. Pledge of Allegiance

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

3. Public comments not related to specific agenda items

Mr. Roy Light addressed the Board with his concerns over his wife being charged for services not rendered.

4. Comments and announcements from the Chairman and Board Members

- A. Recognition of Director Jane Willard
- B. 2024-2026 ROAD Program Class

Chairman Knight thanked Director Willard for her many years of service and highlighted many projects she assisted with during her time as a Board member. Director Willard thanked staff for all of their hard work.

Moses Aito recognized all of the members of the 2024-2026 ROAD Program class and Mr. John Martinez spoke about how honored he was to work with this partnership.

5. Committee Chair reports

- A. Customer Service, Projects, and Operations
- B. Finance, Audit, and Administration
- C. Regional Transportation Council

6. Approval of the minutes from January 2024 regular board meeting, February 9, 2024 board retreat, and February 10, 2024 board retreat

Vice Chair Haddad made a motion to approve the minutes from the January 2024 regular board meeting, February 9, 2024 board retreat, and February 10, 2024 board retreat. Director Quesada seconded the motion, and it was approved unanimously. (Resolution Nos. 24-22 and 24-23)

CONSENT ITEMS

7. Human resources and finance system replacement project

- A. Contract extension for PeopleSoft support

8. Request to advertise the following:

- A. Design engineering services for Chisholm Trail Parkway and Worth Creek Parkway overpass

- B. Construction services for northbound Dallas North Tollway pavement rehabilitation from McKinnon Street to IH 635
 - C. President George Bush Turnpike continuous roadway lighting
 - 1. Construction
 - 2. Construction management
 - D. Construction services for additional roadway cameras
9. Contract approval for the following:
- A. Construction services for President George Bush Turnpike Mainlane Plaza 6 HVAC replacement
 - B. Business intelligence data transfer software licensing contract renewal
 - C. Construction services for President George Bush Turnpike pavement restriping from US 75 to IH 30 and Belt Line Road to IH 35E
 - D. Design engineering services for President George Bush Turnpike wall repair
10. Annual review and approval of the following policies:
- A. Debt policy
 - B. Investment policy and strategy including qualified financial institutions
 - C. Insider trading policy

11. Consolidated Monthly Performance Report

Horatio Porter, Elizabeth Mow, and Jeff Dailey briefed the Board on the Consolidated Monthly Performance Report and responded to questions from the Board.

Director Mahalik made a motion to approve items 7 through 10, Director Kamp seconded the motion, and it was approved unanimously. (Resolution Nos. 24-24 through 24-36)

BRIEFING ITEMS

12. Executive Director Report

- A. Contracts, supplements, and change orders not exceeding \$300,000.00 executed in December 2023

There were no questions for this item.

13. 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, and Sections 551.076 and 551.089 regarding security devices:

1. Cyber security update
- B. Section 551.071, to receive advice from legal counsel about pending or contemplated litigation and/or settlement offers or other legal matters regarding:
1. Enterprise risk management update
 2. Internal Audit update
- C. Section 551.074(a)(1), to deliberate the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee:
1. Succession planning
 2. Executive Director evaluation and goals

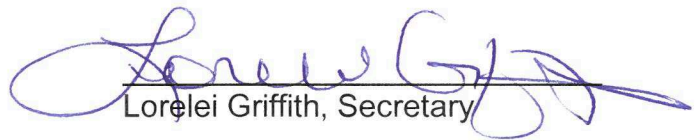
Chairman Knight called the Board into executive session at 11:02 a.m. and reconvened the meeting into open session at 1:53 p.m. No final action, decision, or vote with regard to any matter was taken during the executive session.

14. Adjourn

The meeting was adjourned at 1:54 p.m.



Marcus Knight, Chairman



Lorelei Griffith, Secretary