

NORTH TEXAS TOLLWAY AUTHORITY  
Finance, Audit, and Administration Committee Meeting Minutes  
November 7, 2024

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 November 7, 2024 at 10:00 a.m.

1. Call to order and establishment of quorum

Committee Chair Knight called the meeting to order at 10:00 a.m. and established a quorum by calling the roll. The following committee members were in attendance:

Marcus Knight	Committee Chair
George (Tex) Quesada*	Member
Derek Baker	Member

Chairman Scott Levine, Vice Chair Mojoy Haddad, Director John Mahalik, Director Lynn Gravley, and Director Andy Wambsganss\* were also in attendance.

\*Director Wambsganss and Director Quesada attended the meeting via 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; Kelley McGuire, Director of Treasury and Financial Planning/Assistant Treasurer; Elizabeth Mow, Assistant Executive Director of Infrastructure; Jeff Dailey, Assistant Executive Director of Operations; Dena Stroh, General Counsel; Linh Truong, Senior Director of Internal Audit/Enterprise Risk; Arturo Ballesteros, Director of Public Affairs; Corina Johnson, Director of Human Resources; Brian Reich, Controller; Melanie Terrell, Assistant General Counsel; Amitis Meshkani, Director of Maintenance; Eric Hemphill, Director of Traffic and Incident Management; John Bannerman, Director of Customer Care; Kevin Banks, Director of Contact Center and Collections; Dan Robicheaux, Director of Information Technology; Kelley McGuire, Director of Treasury and Financial Planning; and Moses Aito, Director of Business Diversity. Also present at the meeting representing NTTA were Tammy Sims, Atkins North America, Inc., Maintenance Management Consultant; Stephanie Halliday, HNTB, Project Management Consultant; Steve Bolden, Locke Lord, bond counsel; and Greg Schaecher, McCall, Parkhurst & Horton, bond counsel.

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 October 2024 Finance, Audit, and Administration Committee meeting

Director Baker made a motion to approve the minutes of the October 2024 Finance, Audit, and Administration Committee meeting. Director Quesada seconded the motion. The Committee approved the motion unanimously (Res. No. 24-139).

### **ACTION ITEMS**

5. Extension of revolving note program

Kelley McGuire, Director of Treasury and Financial Planning, presented staff's recommendation that the Board approve the extension of revolving note program and responded to questions from the Committee.

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

6. FY2025-FY2029 Five-Year Capital Plan second review and approval

Horatio Porter, Chief Financial Officer, presented staff's recommendation that the Board approve the FY2025-FY2029 Five-Year Capital Plan second review and approval and responded to questions from the Committee.

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

7. Approval of:
  - A. Bylaws
  - B. Board ethics policy
  - C. Employee ethics policy

Melanie Terrell, Assistant General Counsel, presented staff's recommendation that the Board approve revisions to the bylaws, Board ethics policy, and employee ethics policy and responded to questions from the Committee.

Director Baker made a motion for Committee approval of item 7. Director Quesada seconded the motion. The Committee approved the motion unanimously.

### **BRIEFING ITEM**

8. Quarterly Investment Report 3rd Qtr. 2024

Kelley McGuire, Director of Treasury and Financial Planning, presented a briefing on the Quarterly Investment Report 3rd Qtr. 2024 and responded to questions from the Committee.

This was a briefing item only.

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

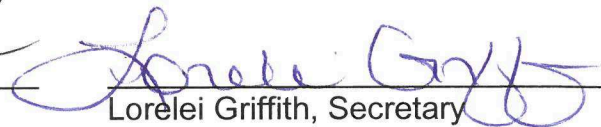
There were no executive session items.

10. Adjourn

The meeting adjourned at 10:22 a.m.



Marcus Knight, Committee Chair  
Finance, Audit, and Administration  
Committee



Lorelei Griffith, Secretary