

STATE OF NORTH CAROLINA
DEPARTMENT OF TRANSPORTATION

PAT MCCRORY
GOVERNOR

ANTHONY J. TATA
SECRETARY

North Carolina Turnpike Authority Board

**Board of Directors
Meeting Minutes**

May 1, 2014

Members present: Secretary Anthony Tata, Chair
Perry R. Safran, Vice Chair
John Collett
Scott Aman
Jim Crawford
Jake Alexander

Members present via phone: Robert D. Teer, Jr., Secretary – Treasurer
Robert Clay

The meeting was called to order by Chair Anthony Tata at 10:00 AM and welcomed new board members, Jim Crawford and Jake Alexander. He declared that there was a quorum present and read the State ethics act.

Board Secretary Robert Teer stated that he had reviewed the Board meeting minutes from the November 2013 meeting and that they were in order. Mr. Teer moved that the minutes be approved. Scott Aman seconded Mr. Teer's motion to approve the minutes. The minutes were approved unanimously.

Chair Anthony Tata gave the following remarks and updates to the Board members:

- Introduced NCTA Executive Director Clayton Somers
- Introduced new NCTA Board Members Jim Crawford and Jake Alexander
- Introduced NCDOT's Chief Financial Officer David Tyeryar

Clayton Somers provided an introduction of himself and the NCTA Staff members that were present. Mr. Somers stated NCDOT and NCTA's priorities are to improve customer service, to leverage infrastructure to create jobs and to be a more efficient organization. Each member was provided with a Triangle Expressway pocket card that will be updated quarterly with current operations statistics.

The following presentations were made to the Board:

- Clayton Somers – Provided an overview of the 2013 Annual Report
 - Triangle Expressway Overview
 - Review of Phases
 - 2013 Revenue (Projected vs. Actual)
 - Average Annual Weekday Traffic
 - Ongoing Turnpike Projects
 - Complete 540
 - Monroe Connector Bypass
 - NCDOT Managed Lane Projects

- Board Member Robert Clay expressed interest in the Garden Parkway and I-85 widening projects regarding cost data used in the prioritization process. Mr. Somers acknowledged that this information is available and will be sent to him.

- David Tyeryar – Provided functions of NCDOT Fiscal Staff
 - Bond Covenant Compliance
 - Financial Audit Compliance
 - Daily Cash & Revenue Reconciliation & Invoice Management
 - Fiscal is Liaison between Trustee & Investment Managers
 - Adequate Funds to pay Debt Service
 - Funding for Reserves:
 - Operation & Maintenance
 - Renewal & Replacement
 - Condition of Assets
 - Triangle Expressway is \$4.3 million above projected revenues
 - As facility matures, funds may be available to:
 - Start new activities
 - Redirect GAP funding
 - Reimburse Trust Fund – Loan for Administration Cost

- Board Member John Collett inquired if this is generated or collected revenue. Staff confirmed that the revenue figures presented reflect actual revenues collected to date.

- Donna Keener – Provided functions of NCTA Staff
 - Summary of Debt Issuance for Tri Ex
 - Annual State Appropriation Bonds
 - Toll Revenue Bonds
 - TIFIA Loan
 - Flow of Funds for Debt Repayment

- Andy Lelewski – Provided 2014 First Quarter Operations Update
 - Operations Statistics Report
 - 1st Report published February 2012
 - Released quarterly, with an annual summary
 - Interchange and mainline traffic statistics
 - Toll System statistics
 - Toll Zone statistics
 - Traffic Management Center statistics
 - Roadway maintenance evaluation statistics

- At 11:00 am, Chair Anthony Tata turned the meeting over to Vice Chair Perry Safran and excused himself from the meeting in order to honor another commitment. Board Member Robert Teer also requested to leave the meeting at this time. Mr. Lelewski continued with his presentation.
 - 2014 First Quarter Update
 - Transponder Sales
 - Incident Response Time
 - Roadside Maintenance Statistics and Scores

- Rodger Rochelle – Provided I-77 HOT Lanes Project Update
 - Project Description (Current Configuration/Proposed Configuration)
 - Key Benefits of P3 Model
 - Cash Waterfall in Typical P3 Transactions
 - I-77 Project Structure
 - Contractual Documents
 - Summary of Commercial Terms
 - NCDOT Public Funds Contribution
 - Risk Sharing – Pre Financial Close
 - Risk Sharing – Post Financial Close
 - Key Milestones and Activities

- Michelle Muir – Provided Collections Update
 - Program Overview
 - Collections Project Update (Status Update)
 - Results to Date
 - Total Delinquent Accounts

- Clayton Somers – Provided Processing Fee Schedule Update
 - N.C. Gen. Stat. § 136-89.215
 - Statutory Overview
 - Bond Documents
 - NCTA Business Policies (4.7 and 4.7.1)
 - Background and Next Steps
 - Purpose of Processing Fee
 - Components of Processing Fee
 - Next Steps

Vice Chair Perry Safran stated the next NCTA Board meeting is scheduled for Thursday, June 5, 2014 at 10:30 am in the NCTA Board Room. He then asked if there was any additional business to be discussed by the Board. Being none, Board Member Jake Alexander moved that the meeting be adjourned. Scott Aman seconded Mr. Alexander's motion to adjourn. The motion to adjourn was approved unanimously. Vice Chair Perry Safran adjourned the meeting at 11:44 am.

Attachment: *NCTA Board of Directors Meeting Presentation*