



STATE OF NORTH CAROLINA  
TURNPIKE AUTHORITY

MICHAEL F. EASLEY  
GOVERNOR

1578 MAIL SERVICE CENTER, RALEIGH, N.C. 27699-1578

DAVID W. JOYNER  
EXECUTIVE DIRECTOR

**BOARD OF DIRECTORS MEETING  
MINUTES**

Wednesday, March 21, 2007  
Board Room, NCTA Offices

Members present: Lyndo Tippet, Chairman  
Lanny Wilson, Vice-Chairman  
Perry Safran, Secretary/Treasurer  
Anthony Fox  
Sang Hamilton, Sr.  
Bill Lackey  
Bob Spencer  
Robb Teer

Members absent: John Culbertson  
Also attending: David Joyner, Executive Director

Chairman Tippet called the meeting to order at 1:17pm in the Board Room of the NCTA offices. He read the Governor's ethics statement.

Chairman Tippet called on Secretary-Treasurer Perry Safran for approval of the February minutes. The minutes were approved as presented.

*Committee Reports:*

*Executive Committee:* Chairman Tippet reported that the committee met but had no action items to report.

*Personnel and Operations Committee:* Sang Hamilton reported that the committee met and discussed selection of an Operations consultant. Finance Committee will present the selection in the form of a motion for contract approval.

*Finance Committee:* Mr. Spencer reported that the Finance Committee met and discussed the debt service appropriations legislation prepared by bond counsel Tom Lee, a copy of which is provided in Board members' notebooks. Mr. Spencer stated that one amendment was made to the document and that the Finance Committee approved the amended document. Mr. Safran made a motion to adopt the amended document. The motion was seconded by Mr. Wilson. Mr. Fox pointed out that Mr. Lee was not present when the document was amended and asked for his comments on the amendment which concerned funds related to operations and/or debt service on page two of the document. Mr. Lee concurred with the amendment. The motion was unanimously approved. Mr. Spencer made a motion to approve the following:

A contract with Davenport and Company to serve as an additional financial advisor to the NCTA in the amount of \$50,000.

A five-year contract with PBS&J to perform toll technology and toll implementation services in the amount of \$1.2 million.

A 15-month supplemental contract with Mulkey Engineers and Consultants in the amount of \$820,000.

A three-year contract with Carolina Land Acquisition to provide right-of-way services for the Triangle Parkway and Western Wake sections of the Triangle Expressway in the amount of \$1.25 million.

A three-year contract with TBE Group to perform public and private utility coordination, design and relocation affected by candidate toll road projects in the amount of \$1.25 million.

The contracts were approved unanimously.

Mr. Spencer reported that the Finance Committee passed the following motion: "The Finance Committee recommends that the Board: 1) develop and adopt an underwriter selection process and identify the role of the Board members in that process; 2) not endorse the selection of UBS/BAS; and 3) schedule a date for the three short-listed firms to present to and interview with the Board prior to the next Board meeting and then select the underwriter firm. The motion was seconded by Mr. Wilson. Chairman Tippet called for discussion. Mr. Fox indicated his concerns that the full board was not included in the selection process. Mr. Lackey, noting that he was a new board member, asked Mr. Joyner to explain the process the NCTA uses for such selections. Mr. Joyner explained that NCTA uses the same process used by NCDOT for qualification-based selections and he described the specific steps in the process. Selection committee members are usually professionals in the field for which they are evaluating qualifications and must read all the proposals submitted. Board members are invited to be present for selections and serve as ex-officio selection committee members, but unless they have time to read all the proposals, they would not be able to be voting members. Mr. Joyner stated he felt it would be a serious mistake to undo the result of a process that was followed exactly as it was designed. Mr. Fox spoke for the motion as he felt that a decision of this magnitude should be handled by the board as their responsibility. Mr. Teer spoke in support of reviewing the selection process for future selections but did not support reversing selection committee action. Mr. Wilson and Mr. Safran spoke in favor of the motion. Chairman Tippet said that the rules were made before the process began and the selection was made according to the rules. He stated that he felt the action proposed by the motion was improper and recommended a vote against the motion. The vote was called by hand signal. Mr. Wilson, Mr. Safran, and Mr. Fox voted in favor of the motion. Chairman Tippet, Mr. Teer, Mr. Hamilton, Mr. Spencer and Mr. Lackey voted against the motion. The motion failed.

Mr. Teer moved that a special committee be formed to review the selection process. The motion was approved unanimously.

Mr. Lackey moved that the Board accept the staff recommendation for underwriter and Mr. Hamilton seconded. Mr. Spencer, Mr. Wilson, and Mr. Teer abstained. Mr. Safran stated that he was not certain if he had a conflict of interest, and he also abstained. Mr. Fox voted against the motion and Mr. Lackey, Mr. Hamilton and Chairman Tippet voted for the motion. The motion passed.

*Plans and Programs Committee:* Acting Chairman Anthony Fox reported that the committee met and adopted the design-build process. He made a motion that the full board adopt the process, Mr. Teer seconded, and the motion passed unanimously.

*Executive Director's Report:* Mr. Joyner announced that the April Board meeting will be held in Raleigh rather than Wilmington and the October Board meeting will be held in Wilmington. He indicated that the staff will evaluate work needs and could recommend canceling board meetings for certain months during the rest of the year. Mr. Joyner distributed a Board materials notebook prepared for each Board member. The notebook includes Board policies, NCTA enabling legislation, and NCTA bylaws. Mr. Joyner reported that he testified at the Joint Legislative Transportation Oversight Committee on Representative Coates' Yadkin River Bridge bill. He said a meeting would be held with Representative Coates, DOT staff members, and Division 9 Board of Transportation member Nancy Dunn. He noted that Senator Richard Stevens of Wake County introduced a bill on March 20 calling for \$18 million in the highway maintenance fund to be made available to the NCTA to manage debt service for bonds issued for the Triangle Expressway project.

Chairman Tippet excused board members who had already been certified by the Ethics Commission. He then introduced NC State Ethics Commission Educational Director Frank Perry who provided a presentation on the new State Government Ethics Act.

The meeting was adjourned at 3:21pm.

***Minutes prepared by: Jane Strickland***