

DELEGATION OF AUTHORITY

The purpose of this policy is to establish the authority granted by the Board of Directors to the Chief Executive Officer (CEO). It also provides the CEO with the authority to delegate functions he or she has been delegated by the Board to SANDAG staff.

Definitions

The following words shall have the meanings indicated when used in this policy:

“Agreement” shall be interpreted to include contracts, memorandums of understanding, agreement amendments, purchase orders, invoices, money transfers, or any other document that could be enforced against SANDAG in a court of law.

“Budget” shall be interpreted to include SANDAG’s annual budget, revisions and amendments thereto, and the Overall Work Program.

“Emergency or Urgent Need” for purposes of this policy shall mean a situation in which, in the CEO’s or his/her designee’s opinion, injury to persons, or significant injury to property, covered species, habitats, linkages, and/or corridors identified in the San Diego County Natural Communities Conservation Planning program, or interruption of a public service will occur if immediate action is not taken.

Procedures

1. Adoption of a budget by the Board shall automatically authorize the CEO to enter into any agreements or take any other actions necessary to implement the budget items or other actions approved by the Board.
2. Any authority delegated to the CEO shall automatically vest with the Chief Financial Officer (CFO) when business must be conducted in the absence of the CEO. In the event the CEO position is vacant, the Chair or their designee shall serve as the supervisor to the CFO and shall have the authority to authorize salary adjustments, consistent with agency pay practices as set forth in the SANDAG Employee Handbook.
3. In the event of emergency or an urgent need, the CEO is authorized to take all necessary actions to prevent significant unnecessary loss to SANDAG, a shut-down of public services, or to address a situation threatening the health or safety of persons or property, including, but not limited to, authorization to contract with a contractor or consultant on a sole source basis, consistent with applicable state or federal law without prior approval from the Board. In the event such an emergency or urgent need occurs, the CEO will consult with the Chair of the Board, promptly communicate all actions taken to the Board members, and submit a report to the Board at its next regular meeting in order to obtain ratification for those actions.

4. The CEO is hereby authorized to carry out the actions set forth below. In the event any of the authorities in this paragraph are exercised, the CEO will report actions taken to the Board in summary written form on a monthly basis.
 - 4.1 Enter into agreements not currently incorporated in the budget and make other modifications to the budget in an amount up to \$300,000 per project per fiscal year so long as the overall annual budget remains in balance. This authority shall refresh in the event the Board of Directors or Policy Advisory Committee authorizes further modifications to a capital project budget within the same fiscal year or a new annual budget has been approved by the Board.
 - 4.2 Approve all design plans, specifications and estimates for capital improvement projects.
 - 4.3 Execute all real property transfer documents, including but not limited to, rights of entry, licenses, leases, deeds, easements, escrow instructions, and certificates of acceptance.
 - 4.4 Approve the establishment of an offer of just compensation based on a qualified appraisal and within approved project budget for property sought to be acquired, and direct payment to persons for such property so long as the payment amount does not exceed 110 percent of the appraised value, or \$100,000 above the appraised value, whichever is greater, or the full satisfaction of court judgments regarding property valuation.
 - 4.5 Reject all bids and/or suspend the competitive procurement process.
 - 4.6 Provide the final determination to persons or firms filing a protest regarding SANDAG's procurement or contracting process or procedures.
 - 4.7 File administrative claims and to initiate and maintain lawsuits on behalf of the Board to recover for damage to or destruction of SANDAG property, or interruption of a public service.
 - 4.8 Settle all lawsuits initiated under paragraph 4.7.
 - 4.9 Settle all lawsuits that SANDAG must defend when the settlement amount does not exceed \$100,000.
 - 4.10 Accept reimbursement from member agencies for use of SANDAG on-call contracts.
 - 4.11 Execute tolling agreements to extend the statute of limitations for litigation involving SANDAG as a potential plaintiff or defendant when deemed in the best interest of SANDAG by the CEO and Office of General Counsel.
 - 4.12 Authorize transfers of funds in the SANDAG budget for capital improvement projects following approval of such a transfer by the affected transit operator's board of directors or designated governing body.
 - 4.13 Authorize the expenditure of Emergency Land Management Funds designated in the most recent Board-adopted Environmental Mitigation Program Funding Strategy based upon support from a cross-section of technical experts not affiliated with the request.

- 4.14 Modify the Board of Directors meeting agenda regarding issues that arise after the most recent Executive Committee meeting with the concurrence of Chair of the Board.
 - 4.15 Execute Right-of-Way Certifications for submittal to the California Department of Transportation, and take all other actions necessary to facilitate the timely filing of such certifications, for SANDAG projects that are either on the State Highway System or for those off-system projects with federal funding.
 - 4.16 Authorize writing off or compromising uncollectable debt in an amount not exceeding \$5,000 per account when, in the judgment of the Director of Finance, after using all appropriate collection tools, it is likely that the full debt is uncollectible and that it would not be cost efficient to pursue collection of the entire debt.
 - 4.17 Approve exemptions and addendums to a previously-approved Environmental Impact Report or Negative Declaration consistent with CEQA Section 15164 where only minor technical changes or additions are necessary.
 - 4.18 Approve administrative modifications to the Regional Transportation Improvement Program (RTIP) which have been prepared consistent with Federal Transportation Improvement Program Amendment and Modification Procedures agreed to between Caltrans and the Federal Highway Administration and Federal Transit Administration.
5. With the exception of any position approved by the Board of Directors, the CEO shall act as the appointing authority for SANDAG with the authority to appoint, promote, transfer, discipline, and terminate all employees of SANDAG consistent with the provisions of SANDAG's Employee Handbook, which shall be provided to the Board on an annual basis. The CEO shall have the authority to offer severance to an employee in accordance with the employee's contract and/or at the discretion of the CEO. In the event this discretion is exercised, the CEO shall obtain written concurrence from the Office of General Counsel and shall report any action taken in summary form at the next regular meeting of the Board.
 6. The CEO shall prepare for the Board's consideration, and shall update on a regular basis, an administrative policy that includes a process to conduct staff performance evaluations on a regular basis to determine if the knowledge, skills, and abilities of staff members are sufficient to perform their respective functions in order to allow the Board monitor the staff evaluation process on a regular basis.
 7. Pursuant to Article V, Section 4, paragraph c of the Bylaws, the CEO shall develop and maintain an administrative policy governing the procedures for delegating his/her authority to other SANDAG staff.
 8. In addition to other responsibilities as directed by the Board of Directors, the CEO shall have the following responsibilities:
 - 8.1 Ensure that executive staff take an active role in overseeing the implementation of all accepted audit recommendations and hold staff accountable to timely address all related corrective actions.
 - 8.2 Require that staff managing projects with budgets in excess of \$100,000 have the requisite project management skills, training, and

- certifications to effectively conduct the analyses of internal resources and contractor capacity needed to successfully complete assigned projects, including technical expertise, documented risk assessments, and demonstrated alignment with the agency's budget and goals.
- 8.3 Establish and maintain clearly defined senior management roles, responsibilities, and expectations, and when an individual is given a special project assignment, such as management oversight for a system implementation, the role for the assignment also must have clearly defined responsibilities and expectations. The CEO shall hold staff accountable to their roles, responsibilities, and expectations in their performance evaluations.
- 8.4 Direct staff to have all contract transactions identified in Board Policy No. 008 reviewed by the Office of General Counsel prior to those contracts' final approval by SANDAG.
- 8.5 Ensure proper controls are in place to prevent staff from splitting procurements, awarding sole source contracts, or issuing contracts with a retroactive effect in a manner that is meant to circumvent requirements applicable to such transactions per Board Policy No. 016.

Adopted October 2003

Amended November 2004

Amended December 2006

Amended December 2008

Amended February 2012

Amended November 2012

Amended October 2013

Amended November 2014

Amended January 2019

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