

Bay Area Toll Authority
Oversight Committee

October 11, 2023

Agenda Item 4e - 23-1203

BATA Resolution No. 46, Revised

Recommended Revisions to Executive Director's Signature Authority

Subject:

Based on recent changes to the organizational structure of MTC and continued increases in contracting activities for MTC, MTC SAFE, BATA, BAHA, BAIFA, ABAG and BAHFA, staff recommends that the Committee approve, and forward to the Commission or applicable Authority for approval, the following revision to the Executive Director's (ED) and Deputy Executive Directors' (DED) delegated signature authority, expressed in BATA Resolution No. 46, Revised for reasons discussed in this memorandum:

Expand the list of official designees that may be authorized to perform under this delegation of signature authority to include the new roles of Chief Deputy Executive Director (CDED), Chief Financial Officer (CFO) and Chief Operations Officer (COO).

“Signature authority” refers to the ED's or designees' ability to authorize contracts or funding agreements without Committee approval. The proposed changes to BATA Resolution No. 46 would establish identical signature authority limits.

Expanding the list of official designees will improve the efficiency of procurement and contracting activities and allow for greater flexibility in improving operations and process.

Under the proposed delegation, the ED and CDED, DEDs, the CFO and the COO, if authorized by the ED, could sign contracts and/or amendments in amounts up to and including \$200,000 without committee approval, provided that the items to be purchased or work to be done were included in the adopted agency budget.

Recommendation

Staff recommends that the Committee forward to the Commission or applicable Authority for its approval the revisions to BATA Resolution No. 46 as set forth in the attached revised resolution.

Attachments:

- BATA Resolution No. 46, Revised

A handwritten signature in black ink that reads "Andrew B. Fremier". The signature is written in a cursive, flowing style.

Andrew B. Fremier

Date: March 24, 2004
W.I.: 1150
Referred by: BATA Oversight
Revised: 04/25/07-BATA
06/23/10-BATA
12/16/15-BATA
10/25/23-BATA

ABSTRACT

BATA Resolution No. 46, Revised

This resolution delegates signature authority to the Executive Director of the Authority, or to the Deputy Director if authorized by the Executive Director, to enter into certain specified contracts and funding agreements without Oversight Committee approval.

Attachment A of this resolution was revised on April 25, 2007 to delegate signature authority to the Executive Director of the Authority or to the Deputy Director or other designee, if authorized by the Executive Director, to execute contract amendments that in total do not exceed the dollar value of a contract allotment approved by the Oversight Committee. In addition, clarifying changes were made to this resolution to reflect BATA's current staffing organization.

Attachment A of this resolution was revised on June 23, 2010 to modify and clarify the delegation of signature authority.

Attachment A of this resolution was revised on December 16, 2015 to increase the delegation of signature authority from \$100,000 to \$200,000 for all contracts, except for emergency contracts, for which authority was increased from \$100,000 to \$1,000,000.

Attachment A of this resolution was revised on October 25, 2023 to update the ability of the Executive Director to designate and authorize the Chief Deputy Director, Deputy Directors, the Chief Financial Officer and the Chief Operations Officer to enter into certain specified contracts and funding agreements and execute amendments without Administration Committee approval.

Discussion of these items can be found in the Executive Director's Memoranda to the BATA Oversight Committee dated February 25, 2004, April 4, 2007, June 2, 2010, December 2, 2015 and October 11, 2023, and the Executive Director's Memorandum to the Authority dated December 16, 2015 and October 25, 2023.

Date: March 24, 2004
W.I.: 1150
Referred by: BATA Oversight

RE: Delegation of Contracting Authority, without Oversight Committee approval, to the Executive Director of the Authority

BAY AREA TOLL AUTHORITY

Resolution No. 46

WHEREAS, Streets and Highways Code Section 30950 created the Bay Area Toll Authority (“BATA”), which is the same as the Metropolitan Transportation Commission (“MTC”); and

WHEREAS, the Authority has appointed MTC’s Executive Director to administer the affairs of the Authority, subject to the direction of the Authority; and

WHEREAS, pursuant to the Executive Director's duties in administering the affairs of the Authority, the Executive Director, among other things, enters into contracts and purchase orders for goods and services necessary to carry out the statutory purposes of the Authority and funding agreements with other public agencies for the distribution and receipt of funds; and

WHEREAS, funds for such purchase orders, contracts and funding agreements are programmed by the Authority with the adoption of the annual budget for each fiscal year and are approved via appropriate committee(s) of the Authority; and

WHEREAS, in order to efficiently administer such purchase orders, contracts and funding agreements, the Authority desires to authorize the Executive Director to execute certain agreements without prior approval by the Oversight Committee; now, therefore, be it

RESOLVED, that the Executive Director, or the Deputy Director, or a designee of the Executive Director, is hereby authorized and directed to sign purchase orders, contract documents and funding agreements, as indicated on Attachment A; and, be it further

RESOLVED, that any action taken by the Executive Director (or the Deputy Director or designee, as applicable), shall be reported to the Oversight Committee as part of the monthly financial reporting procedure.

BAY AREA TOLL AUTHORITY

/s/

Steve Kinsey, Chair

The above resolution was entered into by the Bay Area Toll Authority at a regular meeting of the Authority held in Oakland, California, on March 24, 2004.

Date: March 24, 2004
W.I.: 1150
Referred by: BATA Oversight
Revised: 04/25/07-BATA
06/23/10-BATA
12/16/15-BATA
10/25/23-BATA

Attachment A
BATA Resolution No. 46
Page 1 of 2

1. References to “contracts” in this Attachment refer also to purchase orders.
2. The Executive Director is hereby authorized to sign contracts and/or amendments to contracts totaling \$200,000, without referral to a standing Committee of the Authority with contract approval authority, provided the things to be purchased or the work to be done are included in the annual budget approved by the Authority. The Executive Director may authorize the Chief Deputy Director, any Deputy Directors, the Chief Financial Officer and the Chief Operations Officer the same authority. This delegated authority is renewed for any single contract each time the appropriate Committee approves a new total contract amount.
3. The Executive Director may authorize MTC Section Directors to sign contracts and/or amendments to such contracts with a total contract value up to \$25,000 cumulatively.
4. Where an Authority Committee with contract approval authority has approved a contract allotment in addition to the original contract amount to cover changes that may be required during the performance period, the Executive, the Chief Deputy Director, Deputy Executive Directors, the Chief Financial Officer, and the Chief Operations Officer are authorized to sign change orders and contract amendments that in total do not exceed the approved contract allotment, without further referral to the appropriate authorizing Committee.
5. The Executive Director or designated Deputy Executive Director is authorized to sign funding agreements and amendments to funding agreements included in the annual budget approved by the Authority authorizing MTC to receive funds from other public agencies and to distribute funds to other public agencies without referral to the appropriate authorizing Committee and without regard to dollar amount, provided, with respect to distribution of funds, that the recipients are named in the adopted annual

budget. The Executive Director may authorize the Chief Deputy Director, any Deputy Directors, the Chief Financial Officer and the Chief Operations Officer the same authority. Funding agreements distributing funds to recipients not so named are subject to the delegation authority for contracts and amendments in paragraphs one, two and three of this Attachment.

6. The Executive Director is hereby authorized to sign contracts and to waive competitive procurement requirements for emergency contracts and purchase orders, with the approval of the Authority Chair, or in his/her absence, the Vice Chair, provided that; (i) funds for the contract or purchase order are available in the adopted agency budget; and (ii) each emergency contract or purchase order may not exceed \$1,000,000. “Emergency” contract is defined as a contract necessary to deal with Acts of God or other threats to public safety or well-being when the delay caused by waiting for the next meeting of the Committee or Authority would increase that threat.