

## **RESOLUTION GRANTING THE CEO THE ABILITY TO DELEGATE SIGNATURE AND CONTRACT AUTHORITY**

WHEREAS, Section 3.5 of the By-Laws provides that the Chief Executive Officer shall direct and supervise administrative affairs and the technical activities of the Authority in accordance with the directives of the Board, and shall perform such other duties as are imposed by the Act, these By-laws, or by resolution of the Board;

WHEREAS, Section 3.7 of the By-Laws provides that the Chief Executive Officer and other employees of the Authority shall have such signature authority as may from time to time be provided by resolution of the Board;

WHEREAS, Section 3.7 of the By-Laws also provides that the Board may by resolution authorize the Chief Executive Officer to delegate signature authority to employees of the Authority; and

WHEREAS, the Board deems it appropriate and in the best interest of the Authority to authorize the Chief Executive Officer and other employees of the Authority to conduct business on behalf of the Authority.

NOW, THEREFORE, BE IT:

REAFFIRMED, that the Chairperson of the Board and the Chief Executive Officer of the Authority are authorized to approve, and in the name and on behalf of the Authority, enter into and execute contracts and instruments, in accordance with established procedures, as follows:

- Checks, transfer invoices, Purchase Agreements, contracting agreements and other operating contracts for non-budgeted expenses representing a commitment by the Authority of less than \$5,000;
- Checks, transfer invoices, purchase agreements, contracting agreements and other operating contracts for any budgeted expenses;
- Agreements in connection with banking relationships, including such instruments, certificates, resolutions and agreements as may be required to establish and maintain bank accounts and other relationships with banking institutions; and
- Memoranda of Understanding with state agencies;

RESOLVED, that the Board hereby authorizes the Chief Executive Officer, in anticipation of any absence or incapacity, to temporarily delegate to another employee of the Authority the ability to approve, and in the name and on behalf of the Authority enter into and execute contracts and instruments as indicated above, in accordance with the same established procedures;

RESOLVED FURTHER, that such delegation shall be subject to the following terms:

- The delegation shall be made solely to a managerial employee of the Authority who reports directly to the Chief Executive Officer at the time of the delegation;

- The delegation shall become effective upon the start of the Chief Executive Officer's absence or incapacity. The Board shall be notified of the delegation as soon as is reasonably possible, preferably no later than the end of the first business day following the delegation; and
- The delegation shall expire on the earlier of:
  - The date that the Chief Executive Officer resumes his or her job functions; or
  - The date that the Board, by majority vote, rescinds the delegation;

RESOLVED FURTHER, that the Board continues to authorize the Chief Executive Officer to delegate to the Controller and members of the Controller's unit the ability to approve and process routine budgeted expenses representing a commitment by the Authority of less than \$5,000, in accordance with established procedures, including procedures intended to ensure the appropriate segregation of responsibilities; and

RESOLVED FURTHER, that the Officers of the Authority are hereby authorized to certify to third parties as to the authority of the delegates to execute such contracts on behalf of the Authority.