



**STAFF REPORT/RESOLUTION**

**TO:** Southwest Washington Regional Transportation Council Board of Directors  
**FROM:** Matt Ransom, Executive Director  
**DATE:** March 31, 2020   
**SUBJECT:** **Delegation of Authorities to Executive Director, Resolution 04-20-10**

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**AT A GLANCE - ACTION**

*The purpose of this resolution is to confirm delegation of certain authorities to the Executive Director in carrying out the business and regulatory compliance duties of RTC.*

**BACKGROUND**

In carrying out the business affairs of RTC, the Executive Director must at times sign contracts, agreements, and invoices, and must attest to the accuracy and validity of RTC work and contract authority. At times the Executive Director must swear oaths in writing that he/she has been delegated the authority to swear such oaths or to sign contractual and regulatory documents.

The RTC Board of Directors has previously delegated certain authorities to the Executive Director for the carrying out of RTC business affairs consistent with the adopted Work Program and Budget, Unified Planning Work Program, Procurement Policy, and Indirect Cost Plan.

**PRESENT SITUATION**

RTC is subject to annual audits, to ensure compliance with applicable accounting standards and for state and federal grant accountability and regulatory compliance. In accordance with applicable audit procedures, the Executive Director must attest to their authority to oversee the daily management of all aspects of RTC operations including regulatory compliance.

Given that the RTC Board has delegated specific authorities to the Executive Director and that such delegation is characterized in different policies or programs, it is occasionally confusing to the state auditor that specific authorities have been granted. In order to reduce (or eliminate) any ambiguity in authority, the proposed Resolution 04-20-10 is presented to confirm that the RTC Board of Directors has granted authorities to the Executive Director to faithfully administer the financial affairs of RTC and to swear oaths and in writing attesting to the validity and accuracy of RTC affairs and regulatory compliance.

As proposed, Resolution 04-20-10 does not expand the Executive Director's authorities to carry-out RTC business and financial affairs beyond those already established in the current Work Programs, Budgets, Procurement Policies, and the Indirect Cost Plan.

**POLICY IMPLICATION**

None. This is a regulatory compliance and business efficiency matter.

**BUDGET IMPLICATION**

None. The RTC Executive Director is responsible acting consistent with the RTC Work Program and Budget, procurement and regulatory authority.

**ACTION REQUESTED**

Adoption of Resolution 04-20-10.

Attachment: Resolution 04-20-10

RESOLUTION 04-20-10

A RESOLUTION

A RESOLUTION delegating certain authorities by the Board of Directors to the Executive Director.

WHEREAS, the Southwest Washington Regional Transportation Council (Council) was formed by Interlocal Agreement on July 1, 1992; and,

WHEREAS, the Council Bylaws (as last amended on December 3, 2019, as amended) stipulate that the Treasurer of the Council who is the Executive Director shall keep the financial records and books of the Corporation in good standing; and,

WHEREAS, Section 8.7 of the Council Bylaws stipulate that the administration of the Council's procurement processes shall be overseen by the Board of Directors, unless otherwise delegated by specific provision of the Council's Procurement Policy; and,

WHEREAS, in carrying out the commitments of the Council's adopted Work Program and Budget, the procedures of the Council's Indirect Cost Plan, and the Council's Claims Approval Procedures authorizes the Executive Director to process expenditures and to allocate RTC funds as needs arise; and,

WHEREAS, the Council's Procurement Policy delegates specific authority to the Executive Director to carry out of the financial administration responsibilities of the Council in fulfillment of specific grant funding agency policies, procedures, and regulations; and,

WHEREAS, in carrying out of the requirements of local, state and federal grant funding agencies, the Executive Director is required to sign agreements, invoices, certifications, and at times commit the Council under oath in fulfillment of certain administrative requirements and regulations; and,

WHEREAS, the Council Board finds that it is in the Council's best interest, and in the interest of efficiency and clarity, to validate in this Resolution that the Executive Director is delegated certain responsibilities to fully and faithfully carry-out the duties of the Council in compliance with current regulations and administrative procedures pertaining to the receipt and use of the Council's local, state and federal grant funds.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRETORS OF THE SOUTHWEST WASHINGTON REGIONAL TRANSPORTATION COUNCIL:**

**SECTION 1.** Pursuant to carrying out those responsibilities delegated by the Council to the Executive Director, the Council Board affirms that it has granted to the Executive Director the following administrative responsibilities: to fully and faithfully oversee the financial administration of the Council's local, state and federal grant funds in accordance with the adopted Work Programs and Budgets, Procurement Policies and Indirect Cost Plan; and to sign and swear under oath binding the Council to its fiduciary and regulatory obligations in administration of the Council's local, state and federal grant funds.

ADOPTED this 7<sup>th</sup> day of April 2020, by the Southwest Washington Regional Transportation Council.

SOUTHWEST WASHINGTON  
REGIONAL TRANSPORTATION COUNCIL

ATTEST:

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Scott Hughes  
Chair of the Board

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Matt Ransom  
Executive Director