

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

MEMORANDUM

TO: Board of Directors

DATE: September 2, 2021

FROM: District Secretary 

SUBJECT: Consent Calendar, Succession Resolution

PURPOSE: To update the Board's existing succession plan for vacancies in District offices to reflect new incumbents in the Assistant District Secretary position, Deputy Assistant District Secretary position, Associate General Counsel position, and Assistant General Manager of Operations position.

DISCUSSION: The existing Board Resolution represents the succession plan for the District in the event any officer of the District is absent or disabled. That Resolution lists the names and positions of those who shall act for the absent officer and needs to be updated to reflect the hiring of the above-mentioned positions.

As such, Resolution No. 5429 should be repealed, and a new Resolution adopted to ensure the orderly conduct of District business.

MOTION: That the Board of Directors adopts the attached Resolution.

cc: Board Appointed Officers
Deputy General Manager
Executive Staff

**BEFORE THE BOARD OF DIRECTORS OF THE
SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT**

**In the Matter of Designating an
Alternate for the General Manager
And Authorizing Certain District
Officers to Use Facsimile Signatures
On District Warrant-Checks _____/**

Resolution No. _____

WHEREAS, Public Utilities Section 28810 provides in part:

“The officers of the district shall consist of the members of the board of directors; a president and vice president of the board, each of whom shall be a member of the board; a secretary, a general manager, a general counsel, a treasurer, a controller, and such other or subordinate officers, assistants and deputies as the board may deem necessary and provide for by ordinance or resolution.” and,

WHEREAS, Public Utilities Code Section 28767.8(a) provides:

“The board may establish an office of independent police auditor, reporting directly to the board, to investigate complaints against district police personnel.” and,

WHEREAS, Public Utilities Code Section 28817 provides:

“The treasurer shall be the custodian of the funds of the district and shall make payments only upon warrants duly and regularly signed by the general manager. [S]he shall keep an account of all receipts and disbursements. With the approval of the board, the treasurer and general manager may designate alternates to act for them.” and,

WHEREAS, it is necessary to the orderly conduct of the business of the District that the powers of the General Manager be exercised during the absence or disability of the holder; and

WHEREAS, the Board of Directors of the San Francisco Bay Area Rapid Transit District desires to authorize the use of facsimile signatures for signing warrant-checks of the District;

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the San Francisco Bay Area Rapid Transit District hereby confirms that only the following are officers of the District:

Members of the Board of Directors
President of the Board
Vice President of the Board
Secretary
General Manager
General Counsel
Controller-Treasurer
Assistant District Secretary
Deputy Assistant District Secretary
Associate General Counsel
Deputy General Manager
Assistant General Manager – Operations
Assistant Controller
Assistant Treasurer
Independent Police Auditor
Independent Police Investigator
and

BE IT FURTHER RESOLVED that the Board hereby authorizes Michael Jones (Deputy General Manager) to exercise the powers of the Office of General Manager in the absence or disability of the General Manager. In the case of the absence or disability of the General Manager and the Deputy General Manager, Shane Edwards (Interim Assistant General Manager – Operations) is authorized to exercise the power of the Office of the General Manager. In the absence or disability of the General Manager, Deputy General Manager and Assistant General Manager, Operations, Matthew Burrows (General Counsel) is authorized to exercise the powers of the Office of the General Manager; and

BE IT FURTHER RESOLVED that the Board hereby authorizes the named holders of the positions set forth below to exercise the powers of the office listed opposite such position in the absence or disability of the holder of such office;

<u>INCUMBENT</u>	<u>POSITION</u>	<u>OFFICE</u>
April Quintanilla	Assistant District Secretary	Secretary
Michelle Radcliffe	Deputy Assistant District Secretary	Secretary (in the absence of April Quintanilla)
Jeana Zelan	Associate General Counsel	General Counsel
(Vacant)	Assistant Controller	Controller
Todd Morgan	Assistant Treasurer	Treasurer
Patrick Caceres	Independent Police Investigator	Independent Police Auditor

and

BE IT FURTHER RESOLVED that the Board hereby authorizes the use of facsimile signatures by Robert Powers (General Manager) or Michael Jones (Deputy General Manager) or Shane Edwards (Interim Assistant General Manager—Operations) and Chris Gan (Interim Controller-Treasurer), all of whose verified signatures have been or will be filed with the Secretary of State, on warrant-checks used for making payments out of the funds of the District; and

BE IT FURTHER RESOLVED that Resolution No. 5429 is hereby repealed; and

BE IT FURTHER RESOLVED that the District Secretary is directed to transmit a copy of this resolution to the Secretary of State.

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