

## Delegation of Authority Policy

Policy No.	2021-62
Date	1/29/2021
Authorized By	D. Bewley
Supersedes Policy No.	July 19, 2019 Policy

This policy is to document the practices and processes of delegating signature authority that are in place pursuant to the Resolution of the Board of Directors on Delegated Authority dated June 2, 2009 (Resolution on Delegated Authority).

The Board of Directors annually approves the TAA Budget, the operations and maintenance, major maintenance, capital outlay and capital improvement budgets. The Procurement Policy and Procedures Manual establishes the process and procedures. Within the financial management system, the authorization levels for procurement are determined by position, i.e., President/CEO, Vice Presidents, and Directors, etc. These limits may be changed from time to time based upon operational needs, but always comply with the Resolution on Delegated Authority.

The TAA budget identifies an approved budget amount for projects. The Resolution on Delegated Authority authorizes the President/CEO to award contracts for construction programs up to 10% above the approved budget. The authority for approval of construction contracts including major maintenance and capital improvement projects is delegated to the Vice President of Planning and Engineering. The Vice President shall work with the Procurement Department to follow the requirements of the Procurement Policy and Procedures Manual, and any applicable federal and state rules and regulations, for selection and contract execution.

The TAA budget identifies approved capital outlay projects and applicable budgets and for non-construction related professional services. The Resolution on Delegated Authority authorizes the President/CEO to award contracts for capital outlay projects up to 10% above the approved budget and non-construction related professional services pursuant to the approved budget. The authority for approval of capital outlay contracts, the operating budget, and non-construction related professional services is delegated to the Vice President of Administration and Finance/CFO. The Vice President shall work with the Procurement Department to follow the requirements of the Procurement Policy and Procedures Manual, and any applicable federal and state rules and regulations, for selection and contract execution.

Attached: Resolution on Delegated Authority

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Authorized by:

*Bewley*

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Danette Bewley  
President/CEO

1/29/21

Date

**RESOLUTION OF THE BOARD OF DIRECTORS  
OF  
TUCSON AIRPORT AUTHORITY  
(Resolution on Delegated Authority)**

**WHEREAS**, it is deemed desirable and in the best interests of this corporation that the following actions be taken by the Board of Directors in order to allow for the businesslike operation and management of the Tucson Airport Authority (TAA),

**NOW, THEREFORE, IT IS RESOLVED THAT** except as provided below, the President/CEO has the full authority of the Board of Directors to represent, obligate and act for and on behalf of TAA in all respects not inconsistent with the Bylaws, existing Board-adopted Policies, contractual obligations or applicable legal requirements. This statement of delegated authority shall amend all prior Board statements, resolutions and policies regarding the same subject and all such documents shall be amended accordingly without further Board action.

Notwithstanding the above, the following actions require the action of the Board of Directors:

1. The expenditure of funds in excess of \$250,000 for nonemergency items that are not within the currently adopted budget or available grant funds;
2. The award of a contract for construction or other capital project that was included in a previously approved fiscal year budget or capital improvement program if the project exceeds the amount included in such budget or program by 10% or \$250,000, whichever is greater;
3. The award of public services contracts that are expected to result in annual revenues to TAA of over \$250,000 per year;
4. The leasing of land or facilities for a term longer than 5 years;
5. The incurrence of debt on behalf of TAA in excess of \$250,000 in principal amount;
6. Actions or contractual commitments that specifically require a resolution or action of the Board of Directors;
7. The sale or encumbrance of personal property other than in the ordinary course of business operations;
8. The sale of real property;
9. The institution of litigation or formal legal proceedings by TAA against another person or party, except for the pursuit of remedies provided under contract; and
10. The settlement of litigation or formal legal proceedings brought against TAA unless the settlement is insured or less than \$250,000.

And, notwithstanding the above, the following actions require the action of the Executive Council, which shall hereby have the full authority of the Board of Directors with respect to such matters:

1. Increases in employee benefits; and
2. Changes to employee pay grades and ranges.

**IT IS FURTHER RESOLVED THAT** the CEO is expected to take reasonable steps to provide the members of the Board with significant and material information, including, but not limited to:

1. Relevant and material industry trends;
2. Organization and community public events;
3. Concise, timely and accurate information and data regarding the organization's financial status and significant contracting and leasing activities;
4. Anticipated material media coverage of the organization;
5. Litigation, regulatory enforcement and other significant legal matters involving the organization;
6. Changes in environmental conditions that may significantly effect business operations or planning;
7. Changes in senior management staffing;
8. Significant changes in the public facilities or services;
9. Changes in significant business relationships;
10. Material changes in the assumptions upon which this and other Board-adopted policies have been established; and
11. Timely notification to the Board of any organizational non-compliance with Board policies.

RESOLUTION ADOPTED JUNE 2, 2009

  
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Timothy J. Prouty, Chairman of the Board

Supersedes: Resolution on Delegated Authority adopted May 2, 2006 and revised on April 1, 2008.