

## RESOLUTION NO. 2025-17

### **A RESOLUTION OF THE BOARD OF DIRECTORS OF SAN DIEGO COMMUNITY POWER, ADOPTING A REVISED DELEGATED CONTRACT AND SIGNATURE AUTHORITY POLICY.**

A. San Diego Community Power ("Community Power") is a joint powers agency formed pursuant to the Joint Exercise of Powers Act, Cal. Gov. Code § 6500 *et seq.*, California Public Utilities Code § 366.2, and a Joint Powers Agreement effective on October 1, 2019, as amended ("JPA Agreement").

B. On February 27, 2020, at the regular meeting of the Community Power Board of Directors (Board), the Board approved Resolution 2020-01, adopting a Delegated Contract Authority Policy related to the delegation and signature of contracts that may be approved by the Chief Executive Officer (CEO), and related authority.

C. On September 22, 2022, at the regular meeting of the Board, the Board approved Resolution 2022-10, authorizing the Chief Financial Officer or the Managing Director, Power Services, to exercise the signature authority delegated to the CEO in their absence.

D. The Board now desires to rename the Delegated Contract Authority Policy to the Delegated Contract and Signature Authority Policy, to extend the delegation to include non-dollar value agreements, excluding memoranda of understanding with federal, state, and local governments, which shall be retained by the Board; to allow staff the authority to apply for grant funding, but reserve the authority to accept and receive grants to the Board; to allow all members of the executive team, except the General Counsel, the authority execute contracts and agreements in the absence of the CEO; and other changes, as set forth in Exhibit A this Resolution.

E. The Board further desires to rescind Resolution No. 2022-10 because the content of that Resolution has been updated and included in this policy.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Directors of San Diego Community Power as follows:

Section 1. The Board finds that the foregoing recitals are true and correct and are incorporated herein.

Section 2. The Board rescinds Resolution No. 2022-10, in its entirety.

Section 3. The Delegated Contract and Signature Authority Policy attached

hereto as Exhibit A is incorporated as though fully set forth herein.

**Section 3.** If any provision of this resolution or the application thereof to any person or circumstance is held invalid, such invalidity shall not affect other provisions or applications of the resolution which can be given effect without the invalid provision or application, and to this end the provisions of this resolution are severable. The Board of Directors hereby declares that it would have adopted this resolution irrespective of the invalidity of any particular portion thereof.

**Section 4.** This resolution shall take effect immediately upon its adoption.

**PASSED AND ADOPTED** at a meeting of the Board of Directors of San Diego Community Power held on September 25, 2025.

**AYES:** CHAIR LAWSON-REMER, VICE CHAIR YAMANE, DIRECTORS  
ELO-RIVERA, FISHER, INZUNZA, SAN ANTONIO AND SUZUKI  
**NOES:** NONE  
**ABSTAIN:** NONE  
**ABSENT:** NONE



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Terra Lawson-Remer, Chair  
San Diego Community Power

**ATTEST:**



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Maricela Hernandez, MMC, CPMC  
Secretary/Clerk of Board of Directors  
San Diego Community Power

**APPROVED AS TO FORM:**



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Veera Tyagi, General Counsel  
San Diego Community Power

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|----------------------|---|-------------------------------|--------------------------|
| <b>Policy</b>        | <b>Delegated Contract and Signature Authority</b> | <b>Original Adoption Date</b> | <b>February 27, 2020</b> |
| <b>Approval Date</b> | <b>September 25, 2025</b>                         | <b>Resolution No.</b>         | <b>2025-17</b>           |

**PURPOSE AND SCOPE:**

It is in the interest of San Diego Community Power (“Community Power”) to delegate to the Chief Executive Officer (“CEO”), the authority to take certain actions, including the signing of contracts, agreements, memoranda of understanding, and other documents to facilitate efficient business operations for Community Power.

**POLICY STATEMENT:**

A. Community Power’s CEO is authorized as follows without prior Board approval:

- To execute contracts of up to \$150,000 for goods and/or services; provided, however, that all new contracts in excess of \$50,000 shall be reported at the next regular Board meeting. Community Power shall comply with all legal requirements applicable to the award of the contract, including the Community Power Non-Energy Procurement Policy. This authorization does not include power supply or wholesale energy services, to the extent those agreements are delegated in the Energy Risk Management Policy.
- To execute contract amendments to increase the aggregate contract price of Board-approved non-energy contracts by up to the greater of \$150,000 or 10% of the original contract price, over the life of the contract. Such contract amendment(s) shall be reported at the next regular Board meeting.
- To delegate signature authority for purchases of goods and/or services to Community Power’s Executives, or their designees, for contracts up to the amount of \$50,000. Such delegation and approval shall be in writing and maintained by Community Power.
- To execute non-dollar value agreements and to delegate signature authority for those agreements to Community Power’s Executives, or their designees. Such delegation shall be in writing and maintained by Community Power. For the purposes of this policy, non-dollar value agreements include, but are not limited to, Memoranda of Understanding/Agreement, Service Level Agreements, Data Sharing Agreements, Licensing Agreements, Letters of Support, and Non-Disclosure Agreements.
- To apply for grants from federal, state, or local public agencies, under the discretionary powers given to the Board in Section 3.2.9 of the Joint Powers

Agreement. The authority to accept and receive a grant remains with the Board.

- B. Notwithstanding the foregoing, Community Power's Board reserves for itself the authority to approve memoranda of understanding with federal, state and local public agencies.
- C. Prior to signing any contracts requiring the expenditure of money, the individual signing shall ensure that: (1) all contract expenses have been budgeted for in the current Community Power budget; (2) adequate funds have been appropriated by the Board; (3) such funds are unexpended, unencumbered, and sufficient to pay the expenses of the contract, and (4) the contract has been reviewed and approved as to form and content by the General Counsel or his/her designee.
- D. For any contracts, whether Board-approved or executed under delegated authority, the CEO is further authorized to exercise all rights and powers specified under the contract as belonging to Community Power, including but not limited to, changes in original scope that are no more than 25% of the original programmatic scope of work, authorization of subcontractors, amendments (provided that the amendment shall be consistent with the limits in this Policy), assignment, insurance, termination, and to perform other acts related to the delivery of non-energy goods and services under the contract.
- E. The signatory authority granted to the CEO pursuant to this Policy may be temporarily delegated to another member of the Community Power Executive Team, other than the General Counsel who approves as to form and content, to negotiate, finalize, and/or execute Community Power agreements and other documents where the CEO has been delegated authority by the Board of Directors, including, but not limited to, the Energy Risk Management Policy and Procurement Policy, and only in the absence of the CEO. The Executive Team member is hereby required to follow all of the requirements set forth in the applicable policy or Board action.

**Prior Versions:**

| Date              | Action   | Resolution No. | Policy No. |
|-------------------|----------|----------------|------------|
| February 27, 2020 | Adoption | 2020-01        | N/A        |