

Resolution

Northeast Florida Regional Council

2026-05

Granting Signatory Authority

WHEREAS, the Board of Directors (the “Board”) of the Northeast Florida Regional Council (the “Council”) employs a Chief Executive Officer (“CEO”) to administer the day-to-day operations of the Council and to implement the policies and directives adopted by the Board; and

WHEREAS, the Council has adopted policies governing procurement, contracting authority, and financial obligations, including authorized signature spending limits for the CEO, as set forth in the Council’s Purchasing Policy Manual, as amended from time to time; and

WHEREAS, it has been the established practice of the Council that the CEO executes all revenue-generating contracts, grants, agreements, and similar instruments on behalf of the Council, except in instances where the funding entity or applicable law requires formal Board action and execution by the Board President; and

WHEREAS, the Board recognizes the necessity of clearly affirming the CEO’s authority to legally bind the Council within established policy limits and to delegate limited signatory authority to the Deputy CEO in order to ensure operational continuity and administrative efficiency; and

WHEREAS, the Board further recognizes that emergency circumstances may arise requiring immediate action to protect public health, safety, welfare, property, funding, or the legal interests of the Council.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE NORTHEAST FLORIDA REGIONAL COUNCIL THAT:

Section 1. CEO Authority to Bind the Council

The Board hereby expressly authorizes the CEO to execute, sign, and deliver, in the name of and on behalf of the Council, all contracts, grants, interlocal agreements, memoranda of understanding, banking documents (including bank signature cards and resolutions), certifications, and other legally binding instruments necessary for the lawful operation of the Council.

Section 2. Delegation to Deputy CEO

The Board further authorizes the CEO to delegate, in writing, limited signatory authority to the Deputy CEO for operational and administrative purposes, including the temporary absence or incapacity of the CEO.

The Deputy CEO may execute documents on behalf of the Council:

- a. Within the same monetary and policy limitations applicable to the CEO;
- b. During the temporary absence, incapacity, or unavailability of the CEO; or
- c. As specifically authorized in writing by the CEO.

Any such delegation shall remain subject to the oversight and supervision of the CEO and may be modified or rescinded by the CEO at any time.

Section 3. Emergency Authority

In the event of an emergency affecting the Council's operations, facilities, personnel, funding, contractual obligations, or legal interests, and where delay would materially jeopardize public health, safety, welfare, property, funding opportunities, regulatory compliance, or the Council's legal or financial position, the CEO is authorized to:

- a. Execute contracts, agreements, amendments, emergency procurements, grant documents, or other legally binding instruments necessary to respond to such emergency;
- b. Temporarily exceed established signature spending limits when strictly necessary, not to exceed \$500,000, to address the emergency condition; and
- c. Take such actions as are reasonably required to preserve and protect the Council's operations and interests.

The CEO shall:

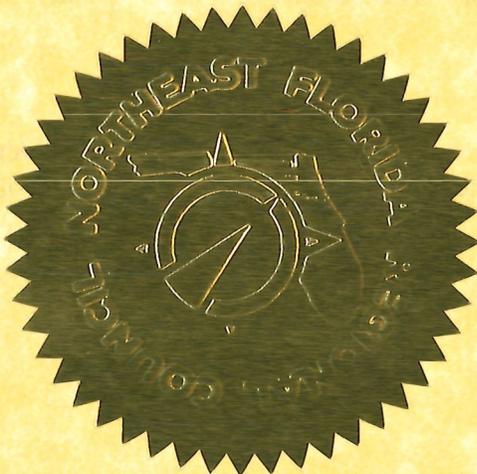
- 1. Limit such emergency actions to those reasonably necessary to address the immediate condition;
- 2. Comply with applicable law to the greatest extent practicable under the circumstances; and
- 3. Provide written notice to the Board President as soon as practicable and report all emergency actions to the full Board at its next regular or special meeting for ratification.

In the temporary absence or incapacity of the CEO during an emergency, the Deputy CEO may exercise the same emergency authority under the same conditions and reporting requirements.

Section 4. Continuing Effect

This Resolution shall remain in full force and effect unless and until rescinded or modified by subsequent action of the Board.

Unanimously adopted by the Northeast Florida Regional Council at a regular meeting duly assembled in the City of Jacksonville on the fifth day of March 2026.



A handwritten signature in blue ink, appearing to read "Andy Dance", written over a horizontal line.

Andy Dance
1st Vice President

A handwritten signature in blue ink, appearing to read "Elizabeth Payne", written over a horizontal line.

Elizabeth Payne
Chief Executive Officer