

NORTH COUNTY TRANSIT

SAN DIEGO RAILROAD

Board Policy No. 2 **Appointment to Board of Directors**

Summary

This Board Policy sets out the North County Transit – San Diego Railroad (NCTD) Board of Directors’ (“Board”) governing mission statement, describes the appointment process for members and alternates, and outlines the responsibilities of Board members.

Governing Mission Statement for Board of Directors

The Board is responsible for representing the citizens of North San Diego County in providing strategic and policy level leadership to ensure that NCTD meets the public transportation needs of the region in a full, safe, timely, and cost-effective manner.

Board Members and Alternates

Pursuant to Public Utilities Code § 125050, as amended, the Board is composed of one member of each of the city councils of the cities of Carlsbad, Del Mar, Encinitas, Escondido, Oceanside, Solana Beach, San Marcos, and Vista, one member from the San Diego County Board of Supervisors, and one non-voting member from the City Council of the City of San Diego, effective January 1, 2019. Additionally, Public Utilities Code § 125050(a) provides that the member of the County of San Diego Board of Supervisors shall represent the largest portion of the county within NCTD’s jurisdiction as defined by Public Utilities Code § 125052.

Pursuant to Public Utilities Code § 125051, each city and the county represented on the Board appoints one alternate member to serve on the Board when the regular member is not available. The alternate shall be subject to the same restrictions and shall have the same powers, when serving on the Board, as the member. However, the alternate members may not be compensated to attend non-Board meetings and conferences and may not travel at the expense of NCTD.

Election of Board Chair and Vice Chair

The Board Chair and Board Vice-Chair shall be nominated each year by the Board at its December meeting based on the recommendations of a three-person nominating committee appointed by the Board Chair at a legally convened meeting of the Board with the concurrence of the full Board at that meeting. The Board Chair and Board Vice-Chair shall be subsequently elected by the Board at the January meeting of the Board of Directors, pursuant to Public Utilities Code § 125100. Only voting members are eligible to serve as the Board Chair and Vice Chair and as the members of the nominating committee.

If the position of Board Chair is vacated for any reason prior to the conclusion of the term, the Board Vice-Chair shall become the new Board Chair to serve the remainder of the term. The Board shall elect a new Board Vice-Chair at the next regularly scheduled meeting to serve the remainder of the term.

Pursuant to Public Utilities Code § 125100, in the event of the absence or inability of the Board to act, the Chair or Vice-Chair, or the members present, by an order entered into the minutes, shall

Board Policy No. 2 – Appointment to Board of Directors

select one of their members to act as Chair pro tem, who while so acting, shall have all of the authority of the Chair.

Board Member Responsibilities

- All new Board Members will receive on-boarding orientation as needed covering NCTD Board Policy and governance issues specific to NCTD. This orientation will be offered to the Board of Directors by the Clerk of the Board via a presentation and/or meeting.
- Attend Board and committee meetings and functions, such as special events, to promote NCTD. When not able to participate, encourage the alternate to attend and brief them.
- Be informed about and guide the organization’s mission, services, policies, and programs.
- Review agenda and supporting materials prior to Board and committee meetings.
- Be knowledgeable about the legislative process and issues affecting the Board.
- Serve on committees or task forces and offer to take on special assignments, including representing NCTD on external committees.
- Inform others about NCTD.
- Keep up-to-date on developments in the transportation field.
- Follow conflict of interest and confidentiality policies of NCTD.
- Assist the Board in carrying out its fiduciary responsibilities, such as reviewing NCTD’s quarterly and annual financial statements, and adopting the operating budget, and capital improvement program.

Approvals



Board Chair

10/23/2025

Date



Chief Executive Officer

10/23/2025

Date



Deputy Chief Executive Officer/
Chief General Counsel

10/23/2025

Date

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DATE	REVISION No.	RESOLUTION No.	COMMENTS
10/18/2012	ADOPTED		
10/17/2013	1		2013 REVISION
10/16/2014	2		2014 REVISION
10/20/2016	3	16-10	2016 REVISION
10/19/2017	4	17-10	2017 REVISION
10/18/2018	5	18-09	ADDITION OF NON-VOTING BOARD MEMBER FROM CITY OF SAN DIEGO
10/15/2020	6	20-08	TIMEFRAME FOR APPOINTMENT TO THE NOMINATING COMMITTEE UPDATED.
10/17/2024	7	24-08	2024 REVISION: UPDATE TO POSITION TITLES AND USE OF GENDER-NEUTRAL PRONOUNS THROUGHOUT
10/23/2025	8	25-06	2025 REVISION: UPDATE TO POSITION TITLES, AGENCY NAME AND LOGO