

February 13, 2026

Proposed Updates to Board Policies

Overview

Pursuant to Section 2.1 of [Board Policy No. 004](#), board policies are reviewed for updates no less than once every three years. The Board of Directors is asked to approve proposed changes to [Board Policy No. 039](#), eliminate [Board Policy No. 042](#), and create Board Policy No. 043.

Action: **Approve**

The Executive Committee recommends that the Board of Directors approve the proposed amendments to Board Policy No. 039, the deletion of Board Policy No. 042, and the creation of a new Board Policy No. 043.

Key Considerations

The proposed updates were presented to the Executive Committee on [February 6, 2026](#). At the February meeting, the Executive Committee recommended the proposed changes and addition of Board Policy No. 043 be presented to the Board for approval.

Fiscal Impact:

None.

Schedule/Scope Impact:

None.

The most substantive proposed changes to these policies are outlined below.

039	Audit Policy Advisory Committee and Audit Activities	Language added to clarify procedures surrounding selection of Audit Committee (AC) leadership, terms and qualifications for AC public members, and the composition of the AC Public Member Selection Committee. It also staggers the terms of the public members and extends terms to three years.
042	Policy of Reporting Procedures and Form for Fraud, Waste, and Abuse	Proposal to eliminate this policy. Policy as written contains outdated reporting procedures which became obsolete following the rollout of SANDAG's new third-party whistleblower hotline. Section 2 of this policy relates to whistleblower protections as outlined in state law; however, the Independent Performance Auditor recommends the Board of Directors adopt its own whistleblower protections, as proposed in Board Policy No. 043.
043	Whistleblower Protection	Drafted new policy to ensure the protection of whistleblowers from retaliation at SANDAG.

Courtney Ruby, Independent Performance Auditor

- Attachments:
1. Board Policy No. 039 with Redline Changes
 2. Board Policy No. 042
 3. Proposed Board Policy No. 043