

1. **Call to Order**
2. **Non-Agenda Public Comments/Member Comments**

Members of the public shall have the opportunity to address the Board of Directors on any issue within the jurisdiction of SANDAG that is not on this agenda. Public speakers are limited to three minutes or less per person. Public comments under this agenda item will be limited to eight public speakers. If the number of public comments under this agenda item exceeds eight, additional public comments will be taken at the end of the agenda. Board members and SANDAG staff also may present brief updates and announcements under this agenda item.

3. **Consent**

- 3.1 **Approval of Meeting Minutes**

Michael Garcia, SANDAG

ACTION: APPROVE

The Board of Directors is asked to approve the minutes from its October 30, October 31, and November 7, 2025, meetings.

- 3.2 **Policy Advisory Committee Actions**

Francesca Webb, SANDAG

ACTION: APPROVE

The Board of Directors is asked to ratify the actions taken by the Policy Advisory Committees as noted in the report.

- 3.3 **Chief Executive Officer Delegated Actions and Other Reportable Actions***

Jennie Sharp, SANDAG

ACTION: INFORMATION

In accordance with various Board Policies, this report summarizes delegated and reportable actions taken by the Chief Executive Officer.

- 3.4 **Approval of Proposed Solicitations**

Kelly Mikhail, SANDAG

ACTION: APPROVE

The Board of Directors is asked to authorize the Chief Executive Officer to conduct the proposed solicitation(s) and contract awards as identified in this report.

3.5 Overview of Developments in the Financial Markets, Quarterly Finance Report as of September 30, 2025*

Dawn Vettese, SANDAG

ACTION: INFORMATION

This report provides an overview on the latest developments in the financial markets, economy, sales tax revenues, and strategies being explored and implemented to minimize possible impacts to the TransNet Program.

3.6 Quarterly Project Progress and Budget Update, FY 2026, Quarter 1

Clint Peace, David Cortez, Maria Rodriguez-Molina, SANDAG

ACTION: INFORMATION

This quarterly report provides an update on the status of the agency's projects as approved in the FY 2026 Program Budget through September 2025 (Quarter 1).

4. Closed Session

4.1 Closed Session: Appointment of the SANDAG General Counsel (Government Code 54957(b)(1))

Chairwoman Lesa Heebner, Josh Golter, SANDAG

The Board of Directors is asked to discuss the potential appointment of the General Counsel.

5. Appointment of the SANDAG General Counsel

Chairwoman Lesa Heebner, Josh Golter, SANDAG

ACTION: APPROVE

The Board of Directors is asked to:

1. Discuss and approve the proposed salary, benefits, and other terms of employment with the General Counsel candidate selected by the Board in Closed Session on October 30, 2025; and
2. Authorize the CEO to execute an employment agreement, including such terms.

6. 2026 State Transportation Improvement Program

Susan Huntington, SANDAG

ACTION: APPROVE

The Board of Directors is asked to approve the submission of the proposed 2026 State Transportation Improvement Program to the California Transportation Commission, in substantially the same form as Attachment X.

7. Proposed Updates to Board Policies and Bylaws

Julie Wiley, SANDAG; Becca Karpinski, Audaculus Consulting

ACTION: APPROVE

The Executive Committee recommends that the Board of Directors approve the proposed amendments to SANDAG Board Policies and Bylaws.

8. Adjournment

The next Board of Directors meeting is scheduled for December 12, 2025 at 10:30 a.m.

DRAFT