

POLICY 1.49 – Contract Management and Signing Authority

Policy Category: General

Related Procedures: [Procedures for Negotiating, Approving and Signing University Contracts](#)

Effective Date: June 24, 2010

Supersedes: (NEW)

PURPOSE

The purposes of this policy are to:

- define the responsibilities of individuals who negotiate, approve, or sign contracts on behalf of the University; and
- specify who may sign contracts on behalf of the University.

DEFINITION

Contract: Any agreement, contract, subcontract, letter of intent, memorandum of understanding, memorandum of agreement, lease, license, donor agreement, deed, grant, certificate, instrument, assignment, or any other document which creates an obligation or which may be binding upon the University.

POLICY

1. No person is authorized to sign a contract on behalf of the University unless:
 - (a) The transaction has been reviewed and approved in accordance with this Policy or other applicable Board of Governors by-law, resolution or policy; and
 - (b) He or she has signing authority under this Policy or other applicable Board of Governors by-law, resolution or policy.
2. All persons who negotiate, approve, or sign contracts on behalf of the University must comply with procedures issued by the President relating to the negotiation and execution of University contracts.
3. The President is authorized to execute any contract on behalf of the University except in the following circumstances:
 - (a) Where the President's authority to deal with the subject matter of the contract is limited by another Board by-law, resolution or policy; or
 - (b) Where the authority to execute the contract has been specifically delegated in another Board by-law, resolution or policy.

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4. The President may delegate this signing authority to other University employees but shall remain accountable to the Board of Governors for all contracts executed by such delegates. The nature and scope of the delegation from the President, including approval requirements, shall be set out in procedures issued by the President (see [Procedures for Negotiating, Approving and Signing University Contracts](#)).
5. The President and Vice-Presidents may delegate signing authority given to them under any Board by-law, resolution or policy for the duration of any absences from the University.
6. It is the responsibility of the President and Vice-Presidents to bring to the attention of the Board of Governors or appropriate Board committee any proposed contract which in their judgment presents an unusually high level of risk to the University, involves precedent setting issues or the nature of which might reasonably be seen to have an effect on the University beyond its normal business operations.
7. From time to time the Board of Governors may authorize other individuals to sign specific contracts or types of contracts.
8. Any question regarding the appropriate signatories for a contract should be referred to the Secretary of the Board of Governors. The Secretary has the authority to determine the appropriate signatories, consulting the University's Legal Counsel as needed.