



President's
Policy Statement
University Policy Library

Operational Area:	Administration and Operations
Responsible Executive:	Vice President for Administration and Chief Operations Officer
Responsible Office:	Contracts and Business Services
Effective:	May 1, 2021

Signature Authority

Administration and Operations

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I. Introduction

- A. **Authority:** Colorado Revised Statutes (C.R.S.) § 23-54-102, *et seq.* (2021) authorizes the Trustees of Metropolitan State University of Denver (“MSU Denver” or “University”) to establish rules and regulations to govern and operate the University and its programs. The MSU Denver Trustees retain authority to approve, to administer, and to interpret policies pertaining to University governance. The MSU Denver Trustees authorize the MSU Denver President to approve, to administer, and to interpret policies pertaining to University operations.
- B. **Purpose:** This policy specifies the individuals who are authorized to sign University contracts, as defined in this policy, and provides for the sub-delegation of such authority. The purpose of this policy is to minimize risk to the University and to minimize risk to employees of personal liability for unauthorized actions.



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- C. **Scope:** This policy applies to all documents that obligate the University, regardless of the title or designation of the document, such as “contracts,” “licenses,” “agreements,” “memoranda of understanding (MOU),” and “purchase orders,” which are all covered by this policy (see definition of “contract” in Section V “Definitions”). This policy applies to original contracts, as well as all amendments, addenda, modifications, corrections, changes, renewals, and extensions. For the purposes of this policy, "contract" does not include faculty contracts and appointment letters that are executed by the University Provost or employment contracts that are executed by the University President or by the Office of Human Resources.

II. Roles and Responsibilities

- A. **Responsible Executive:** Vice President for Administration/Chief Operating Officer
- B. **Responsible Administrator:** Contracts and Business Services Manager
- C. **Responsible Office:** Office of Contracts and Business Services
- D. **Policy Contact:** Contracts and Business Services Manager, christeb@msudenver.edu, 303-605-5265

III. Policy Statement

- A. **Delegation of Signature Authority**
 - 1. As provided by C.R.S. § 23-54-101, *et seq.*, and Article I, Section A, of the Bylaws of the Board of Trustees of Metropolitan State University of Denver, the Board has full authority and responsibility for the governance of the University. The Board has such powers, rights, and privileges as are granted



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to it by Colorado law, including but not limited to, contracting and being contracted with.

2. The MSU Denver Board of Trustees authorizes the MSU Denver President to execute agreements and other documents and to approve and carry out transactions and other actions relating to all aspects of the operations of the University, except where powers are reserved to the Board of Trustees or other officers, divisions, or subsidiaries of the University by resolutions of the Board, the Board's Bylaws, law, or otherwise.
3. The MSU Denver President authorizes the MSU Denver vice presidents to sign any contract, as defined in the "Definitions" section, that pertains to the vice president's operational area, *with the exception of*:
 - a. Purchases of real property;
 - b. Security agreements, long-term debt or borrowings that require the assignment of specific income or revenue;
 - c. Grants and contracts for sponsored research and programs;
 - d. Legal settlement agreements;
 - e. Contracts, leases of real property, master lease agreements, rental agreements, licenses, or other instruments selling or conveying any interests or rights in state-owned real property to another party or parties, except as specified in section A.6 and A.7 below; and
 - f. Contracts, leases of real property, master lease agreements, rental agreements, licenses, or other instruments under which the Trustees' obligation for the payment of consideration and other costs exceeds \$500,000 in any one fiscal year or which are for a term exceeding five years.



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4. The Vice President for Administration/Chief Operations Officer is authorized to sign capital construction contracts, regardless of dollar amount.
5. The General Counsel is authorized to sign any legal settlement agreement not exceeding \$500,000. The President must sign any legal settlement agreement exceeding \$500,000.
6. The Director of the Office of Sponsored Programs and Research is authorized to sign all grant contracts, amendments, and continuations, regardless of dollar amount.
7. The Director of Operations and Maintenance is authorized to approve and/or sign short-term leases of University space and Facility Use Agreements.
8. The Director of the Center for Advanced Visualization and Experiential Analysis (CAVEA) is authorized to approve and/or sign agreements for use of the CAVEA facilities.
9. Department heads and others formally designated as a signatory authority for a department's budget, as maintained by the Office of the Controller, are authorized to sign purchase requisitions, Special Purchase Orders (SPOs), and contracts for purchases under the Purchase Order (PO) limit as outlined in the University's Fiscal Rules.
10. The President may withdraw, limit, or change any signature authority at any time, in the President's sole discretion, if the President determines it would be in the best interest of the University.

B. Contract Review

1. Unless previously approved in writing by the Contracts and Business Services office, all contracts, as defined in the "Definitions" section, must be reviewed by the Contracts and Business Services office or the Office of the General



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Counsel before being approved and/or signed by anyone. This requirement helps to protect employees and the University against possible legal liabilities.

- a. This requirement only includes POs and SPOs if they include another form of contract as part of the purchase, such as a vendor agreement or license, *etc.*
2. Delegated contracts do not require review by the Office of General Counsel prior to being signed, unless requested by the Office of Contracts and Business Services.

C. Sub-Delegation Plan

1. All vice presidents must have a written sub-delegation plan, which will be reviewed and pre-approved by MSU Denver's General Counsel and/or President. Copies of the delegation plans must be submitted to the Office of the Controller, the Office of Contracts and Business Services, and AHEC Procurement.
2. Only current employees of the University may be authorized signers.

- D. **Sanctions.** The University will only be bound by written contracts which have been reviewed and approved in accordance with this policy. **In accordance with the University Fiscal Rules, any individual who signs on behalf of the University without proper signature authority may be personally liable, including financially liable, for the terms and conditions contained therein.**

IV. Procedures

- A. Employees who sign any contract pursuant to this policy are responsible for the following:
 1. Understanding the document;



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2. Determining that the information and supporting documentation is accurate and complete;
3. Determining that the transaction is allowable, reasonable, and justified and complies with all applicable federal and state regulations and University rules and regulations;
4. For transactions, as defined below, confirming:
 - a. the transaction is charged to the correct account(s);
 - b. there are adequate funds to cover the departmental budget;
 - c. the funding source is appropriate for the expenditure;
 - d. the transaction complies with University policies, including, without limitation, those related to conflicts of interest in purchasing; and
 - e. the transaction is in the best interest of the University.
- B. Any person who delegates signature authority is responsible for ensuring that such delegations are being properly carried out and that no abuse of the delegation has occurred.

V. Definitions

For the purposes of this policy, the following definitions apply:

- A. **“Contract”**: Any written agreement between the University and another party that creates a legally binding obligation: (i) to provide or receive payments, services, goods, or gifts, or (ii) requires the use of University property, facilities or resources. This policy applies to any document that obligates the University, irrespective of the terminology used to describe the document and includes, but is not limited to, memoranda of understanding, agreements, service contracts, receivable contracts,



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purchase orders, special purchase orders, settlements, rental/lease agreements, affiliation agreements, academic agreements, corporate partnership agreements, liability waivers, nondisclosure agreements, license agreements, software agreements, click-through agreements, and letters of intent. A contract may or may not involve the exchange of funds.

- B. **"Short-term Lease"**: IFRS 16 defines a short-term lease as one that has a lease term of 12 months or less without any purchase options.
- C. **"Signature Authority"**: The legal right to execute contracts and other written instruments in the name of and on behalf of the University and to bind the University to an obligation or promise.
- D. **"Transaction"**: A commitment by the University involving the exchange of money or property, an obligation to perform services requiring payment or use of University resources, or the assumption of a liability (*e.g.*, indebtedness) or potential liability, currently or in the future.

VI. Related Information

- A. University Fiscal Rules
- B. IFRS 16

VII. History

- E. **Effective**: May 1, 2021
- F. **Review**: This policy will be reviewed every five years or as deemed necessary by University leadership.



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VIII. Approval

A handwritten signature in black ink, appearing to read "Janine Davidson".

Janine Davidson, Ph.D.
President, Metropolitan State University of Denver

N/A

Chair, Board of Trustees, Metropolitan State University of Denver