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SIGNING AUTHORITY POLICY

PURPOSE

1. This Policy is intended to ensure:
 - that there is sound stewardship of the University’s resources and assets through a University-wide framework of Contract signing authority and delegation of that authority where appropriate,
 - that risk management processes are in place to support effective and informed decision-making,
 - that roles and responsibilities are clarified so that administrators and others can manage their respective areas of responsibility effectively, efficiently and transparently,
 - ~~that there is consistent accountability and reporting throughout the University, and~~
 - ~~that all Contracts undergo authorized review and approval prior to execution.~~

Commented [BM1]: As we say framework at the start do we even need these two bullets?

Every individual signing a Contract on behalf of the University must understand that, in doing so, the individual is binding the University, not a department, a Faculty or an administrative unit.

DEFINITIONS

2. For the purposes of this Policy the following definitions apply:
 - “**Budget Holder**” means the individual(s) who are responsible for individual budgets at various departmental levels across the University
 - “**Contract**” means any document that establishes, or any other evidence of, an intention to establish a binding legal relationship between the University and one or more third parties. The titles of such documents are secondary to their content and its effect in creating legal rights and obligations of the University.
 - “**Contract Authority**” (“**CA**”) means the individual(s) with direct or delegated authority to approve a Contract in accordance with the applicable Signing Authority Procedure.
 - “**Contract Management**” means the set of activities required to properly manage contractual commitments to and from third parties and includes the management of pre-Contract diligence, negotiation, and implementation activities.
 - “**Expenditures**” include all amounts disbursed from the University, including amounts pursuant to a Financial Contract.

“Financial Contract” means any document, process, or any other evidence that records an intention to establish a monetary obligation between the University and one or more third parties, e.g. the procurement of goods and services through a purchase order.

SCOPE AND AUTHORITY

3. This Policy applies to all types of Contracts and extends to all members of the University community.
4. There is a framework of related policy instruments, including the Contract Management Policy and Legal Review of Contracts Procedures that guide the development and implementation of contracts.
5. The Vice-President, Administration, or successor thereof, is the Policy Owner and is responsible for overseeing the implementation, administration and interpretation of this Policy.

POLICY

6. Under the *University of Ontario Institute of Technology Act, 2002*, the Board may delegate to the President, Vice-Presidents, or other employees of the University signing authority and responsibility for matters necessary for the University’s day-to-day operations.
7. Contracts will be in writing and signed by the Contract Authority or permitted delegate as provided in sections 9, 10 and 11 below.
8. All Contracts are to be entered into in the name of the University of Ontario Institute of Technology.
9. The President is authorized to execute any Contract on behalf of the University except in the following circumstances:
 - 9.1. Where the President’s authority to deal with the subject matter of the Contract is limited by Board by-law, resolution or policy; or
 - 9.2. Where the authority to execute the Contract has been specifically delegated in another Board by-law, resolution or policy.
10. The President may delegate this signing authority to other University employees but will remain accountable to the Board of Governors for all Contracts executed by such delegates. The nature and scope of such delegation from the President, including approval requirements, will be set out in procedures issued by the President as described below.
 - 10.1. The signing authority for Financial Contracts and Expenditures will be set out in the Expenditure Signing Authority Procedures.
 - 10.2. The signing authority for all other Contracts will be set out in the Legal Commitments Signing Authority Procedures.
11. The President and Vice-Presidents may sub-delegate temporarily the signing authority given to them under any Board by-law, resolution or policy for the duration of any absences from the University, or permanently according to criteria set out in the procedures issued by the President. Holders of restricted funds (research, endowment spending and other trust funds) may temporarily delegate signing authority.

11.1. Signing authority is conferred upon Vice-Presidents, Deans, Chairs or Directors of Faculties/Departments to make expenditures within the amounts and scope of the accounts allotted to them in the University's operating budget through publication of the operating budget (with the exclusion of the Series 'A' Debenture), as approved by the Board of Governors of the University.

- 12.** The Vice-President, Administration is responsible for establishing and overseeing the application of procedures for effective financial management and control to enable senior administrators and others with financial responsibility to execute their responsibilities appropriately. Procedures are set out in the Expenditure Signing Authority Procedures.
- 13.** Contracts will be developed and managed in accordance with applicable Contract Management policies and procedures. The Contract Authority will be responsible for ensuring that all Contracts they execute comply with policies and procedures relating to the negotiation, review and execution of Contracts.

MONITORING AND REVIEW

- 14.** This Policy will be reviewed as necessary and at least every three years. The Vice-President, Administration is responsible, for monitoring and reviewing this Policy.

RELEVANT LEGISLATION

- 15.** University of Ontario Institution of Technology Act, 2002, S.O. 2002, Chapter 8, Schedule O, as amended from time to time.

RELATED POLICIES, PROCEDURES & DOCUMENTS

- 16.** Contract Management Policy
- 17.** Legal Review of Contracts Procedures
- Expenditure Signing Authority Procedure
- Legal Commitments Signing Authority Procedure
- Policy on the Internal Use of Research Funds
- Procurement Policy
- Procurement Procedures
- Expenses Policy and Procedures