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Contract Review and Signing Authority Policy

Office of Administrative Responsibility:	Office of General Counsel
Office of Accountability:	Office of the Provost and Vice-President (Academic)
Approving Authority:	Board of Governors (Board Audit and Risk Committee)

Overview

The Board of Governors of the University of Alberta is responsible for the management of the University and its resources and is accountable to the Government of Alberta through the Minister of Advanced Education and Technology. The Board has the power and authority to approve any and all policies pertaining to the contract signing authority responsibilities within the University of Alberta.

This policy applies to all types of **contracts**, establishing who has the authority to sign a contract. The *Signing Authority and Delegation of Signing Authority Policy – All Funds*, on the other hand, sets out the requirements with respect to signing authority and delegation of that authority in matters pertaining to the University Budget as approved by the Board, but does not set out who has the authority to enter into contracts relating to such expenditures.

This policy is one element in the University's system of internal control. The system of internal control consists of policies and procedures that support management decision making in many areas, including the determination and collection of revenues, control of expenditures, safeguarding of assets, and management of liabilities and risks.

Financial controls provide guidance on the authorization of transactions and activities, appropriate segregation of duties, design and use of adequate documents and records, and adequate safeguards over access to and use of assets and records.

Purpose

The purpose of this policy is to:

- To ensure best practices in the administration of the University of Alberta's assets through a consistent university wide framework of contract signing authority and delegation of that authority where appropriate.
- To provide clarity of roles and responsibilities so administrators and others can manage their respective areas of responsibilities in an effective, efficient and transparent manner.
- To ensure the University complies with all reasonable requirements from external agencies, such as funding agencies.
- To ensure all contracts undergo authorized review and approval prior to execution.
- To ensure clear and transparent frameworks and processes are established and maintained for the exercise of contract signing authority and for the delegation of signing authority to persons authorized to enter into contractual commitments on behalf of the University of Alberta.
- To ensure sound stewardship of all resources and assets and that risk management processes are in place to support effective and informed decision-making, as well as to provide for consistent accountability and reporting throughout the University. Every individual signing a contract on behalf of the University must understand that, in doing so, they are binding the University of Alberta, and not just an individual department or Faculty.

Definitions

A definitions table is included in a subsequent section of this document.

Scope/Application

This policy applies to academic staff, excluded employees, colleagues, postdoctoral fellows, and support staff as outlined and defined in the Recruitment Policy (Appendix A and Appendix B: Definitions and Categories); members of the Board of Governors; Graduate Research Assistants and Graduate Teaching Assistants.

Policy

In accordance with the Post-Secondary Learning Act, the Board may delegate to the President, Vice-Presidents, or other employees of the University of Alberta signing authority and responsibility for matters necessary for the management of day-to-day operations. *Schedule A* sets out the current delegated contract **signing authority** from the Board as well as the **responsible department** for the various types of contracts.

No person is authorized to sign any document that creates an obligation or undertaking on behalf of the University unless:

i. that contract has been reviewed and approved in accordance with this policy and procedures; and

ii. that individual has signing authority in accordance with this policy and procedures.

In addition, the signing authority must ensure that all required governance reviews and approvals, as required by the ***Post-secondary Learning Act*** and by University policies and procedures, have been obtained prior to contract execution.

Signing authority delegated by the Board can be sub-delegated in accordance with the *Sub-Delegation of Contract Signing Authority Procedure*.

A position that is supervisory to a position that has been delegated signing authority in respect of a contract from the Board also has the authority to sign that contract. For example, if the Board has delegated authority to a Vice-President, the authority to sign the contract will also exist for the President.

The appropriate Vice-President's Office is responsible for bringing to the attention of the Board, through the President's Office, any contract, regardless of value, that has an unusually high risk factor; that brings the activities of the University under scrutiny; or that involves controversial matters.

This policy and procedures apply to any contracts relating to or arising from centres and institutes of the University of Alberta.

All contracts are to be entered into in the name of The Governors of the University of Alberta.

All requests for changes to the signing authorities and limits are to be directed to the Office of General Counsel.

Definitions

Any definitions listed here apply to this policy document only with no implied or intended institution-wide use.	
Contract	Any document with a third party that creates a legally binding commitment, and includes letters of intent and memoranda of agreement.
Post-secondary Learning Act	The *Post-secondary Learning Act,* Statute of Alberta, 2003, Chapter P19.5, as amended from time to time.
Responsible Department	The department or faculty that has the responsibility to oversee the proper review and execution of a contract.
Signing Authority	The position that has been delegated the authority from the Board to sign a contract.

Published Procedures of this Policy (UAPPOL)

- Appointment of Faculty Procedure
- Contract Review Procedure

- Schedule A: Signing Authority for Contractual Obligations on Behalf of the Board of Governors of the University of Alberta
- Schedule B: Memorandum of Sub-Delegation of Contract Signing Authority
- Retention of Legal Counsel Procedure
- Retention of Legal Counsel Procedure Appendix A Guidelines for Working With External Legal Counsel
- Sub-Delegation of Contract Signing Authority Procedure

Related Policy Documents (UAPPOL)

- Recruitment Policy Appendix A: Definitions and Categories of Academic Staff, Postdoctoral Fellows, Academic Colleagues and Excluded Academic Staff
- Recruitment Policy Appendix B: Definition and Categories of Support Staff
- Signing Authority and Delegation of Signing Authority Policy - All Funds
- Supply of Goods and Services Policy

Related Links

- Procurement & Contract Management (University of Alberta)
- Research Administrative Services (University of Alberta)
- Innovation, Knowledge Mobilization & Partnerships (University of Alberta)

For questions surrounding policy document interpretation or implementation, please contact the Office of Administrative Responsibility.

For the most recent version of this document, please visit https://www.ualberta.ca/policies-procedures/index.html