

## **PROCEDURE FOR DELEGATION OF AUTHORITY TO SIGN CONTRACTS**

Chancellor's Office Policy: **CHAN 08 03**

### **I. Scope**

A. This Administrative Policy governs the delegation of authority to sign contracts involving commitment of the financial, academic, and physical resources of The University of North Carolina at Pembroke ("UNCP"), including, but not limited to, purchases, use of facilities, sponsored programs, and other contracts requiring performance by UNCP.

B. This Administrative Policy excludes the delegation of authority for authority to hire any person into in any type of employment, including but not limited to, faculty, EPA professional and administrative appointments, full-time and part-time, temporary and permanent, students and non-students. Employment contracts are governed by other UNCP policies.

### **II. Who is authorized to sign contracts**

A. Full executive and administrative power is vested in the Chancellor by N.C. Gen. Stat. 116-34(a) and Section 502A of The Code of the Board of Governors of The University of North Carolina. Inherent within this power is the authority to sign contracts binding The University of North Carolina at Pembroke. This authority is retained and may be exercised notwithstanding delegations of authority to sign certain contracts to other administrative officers.

B. The Chancellor delegates signatory authority to selected administrators pursuant to the procedure set forth in this policy. Vice Chancellors may further delegate their authority to subordinates or other administrators unless the delegation of authority from the Chancellor specifies otherwise, provided such delegation must be accomplished through the procedures stated herein.

C. The University of North Carolina at Pembroke does not recognize contracts signed by University employees as binding on the University unless the employee who signed the contract has duly delegated signatory authority. Section III of this policy sets forth the procedure for duly delegating and sub-delegating authority to sign contracts that will be recognized as binding on the University.

D. Employees who sign contracts purporting to bind UNCP without authority properly delegated under this Administrative Policy may be personally subject to legal action by the contractor, and may be subject to University disciplinary action.

E. The Office of the University Counsel maintains, and publishes on the UNCP website, a list of properly executed delegations of signatory authority. All previous and outstanding delegations of authority not listed therein are superseded and rendered void as of the effective date of this policy.

F. The procedure of small purchases and other purchasing procedures promulgated by the Director of Purchasing pursuant to the authority delegated by the Chancellor and Vice Chancellor for Business Affairs shall remain in effect.

### **III. Procedure for delegation of authority to sign contracts**

A. All delegations of signatory authority must be in writing.

B. Delegations of signatory authority must be to positions, not to individuals. As of the effective date of this policy, any outstanding delegations to individuals are void, and must be reformulated in accordance with this policy.

C. A written delegation of signatory authority must include:

1. a description of the authority of the delegating office, including a statement tracing back at least to the original delegation from the Office of the Chancellor, and including the date(s) of the memorandum(s) by which the delegating office received:

- a. the authority to sign contracts AND
- b. the authority to delegate that power;

2. an express description of the scope, terms and limitations of the delegation of authority, including a description of the types of contracts the newly empowered office is authorized to sign; and

3. an express statement as to whether the office receiving the delegation has permission to further delegate that authority.

D. A copy of the delegation must be submitted to the University Counsel for review and publication on that office's website. The delegation will not become effective until published on the University Counsel website's list of properly executed delegations of signatory authority.

E. A copy of the memorandum of delegation must be kept on file in the office of both the delegator and the delegate, if the two are not part of the same office.

### **IV. Administrative review**

Persons wishing to enter into negotiations regarding contracts affecting any interest of UNCP, must have the cooperation and approval of any unit that may be directly or indirectly implicated in performance of the contract (i.e., financial considerations, telecommunications considerations, space considerations, etc.). More specifically, the party initiating the contract for the University is responsible for reading the contract entirely and determining that: the contract language accurately reflects the current state of negotiations; the contract meets programmatic and University mission requirements; the contract is in the best interests of the University; (s)he can ensure compliance with the obligations it places on the University; and the contract is sufficiently clear and consistent. The Attorney General's Office for the State of North Carolina has issued instructions mandating that certain "prohibited clauses" may not be included in any contracts into which a state agency enters. Review of a contract by the Office of the University Counsel is intended to ensure that: the contract does not contain any of the prohibited clauses; it is consistent with federal and/or state laws; it is consistent with UNCP rules and regulations; risk management concerns have been reasonably addressed; and, to the extent possible, that it is consistent with any predecessor documents.

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**Delegations of Signature Authority for Contracts**  
(excluding employment contracts)

Chancellor's Office Policy: **CHAN 08 03a**

Pursuant to Administrative Policy: CHAN 08 03 - Signature Authority for University Contracts, the Chancellor has delegated to certain University executive officers signature authority for contracts involving the commitment of financial, academic, and physical resources of UNCP, including but not limited to purchases, use of facilities, sponsored programs, and other contracts requiring performance by UNCP. This regulation does not cover employment contracts. Employment Contracts are covered by other UNCP policies.

No delegation (or sub-delegation of authority, if authorized) to sign contracts that are covered by Administrative Policy: CHAN 08 03 - Signature Authority for University Contracts is effective unless and until it has been reviewed by the University Counsel, signed by the Chancellor (or, as to sub-delegation, signed by the Vice Chancellor delegating the authority), and published in this document.

Each delegation of authority stated herein is subject to and limited by the purchasing procedures and regulations that apply to UNCP.

## **I. Chancellor's Authority**

The Chancellor has inherent authority to sign all contracts as part of the powers provided and governed by N.C. Gen. Stat. 116-34(a) and Section 502A of The Code of the Board of Governors of the University of North Carolina. This authority is retained and may be exercised notwithstanding delegations of authority to sign certain contracts to other administrative officers.

## **II. Chancellor's Delegations of Authority**

The Chancellor makes the following delegations of authority. Absent revocation of such authority by the Chancellor, the authority delegated to Vice Chancellors is retained by each of them and may be exercised notwithstanding sub-delegations of authority to subordinate administrators within their respective divisions to sign certain contracts.

### **A. Provost and Vice Chancellor for Academic Affairs**

The Provost and Vice Chancellor for Academic Affairs has authority:

1. to sign contracts related to academic exchange agreements and academic cooperative agreements that do not involve purchases of goods or services by UNCP;
2. to sign contracts, grants, and agreements for experimental, developmental, and research projects that qualify as sponsored programs. Sponsored programs are those that are separately financed in whole or in part by external agencies and are carried out under terms of agreements between the sponsoring agencies and the University;
3. to sign contracts and agreements for information systems services and products, including without limitation, software licensing agreements;
4. to sign agreements and documents necessary for the operation of the university technology transfer program, such as licenses, options, confidentiality agreements, material transfer agreements and documents required by the US Patent and Trademark Office; and
5. to sign any other agreements requiring performance by the Division of Academic Affairs.

### **B. The Vice Chancellor for Business Affairs**

The Vice Chancellor for Business Affairs has authority to sign all contracts for which signature authority is not delegated to any other Vice Chancellor.

### **C. The Vice Chancellor for Student Affairs**

The Vice Chancellor for Student Affairs has authority:

1. to sign agreements regarding the use of any University facilities, including without limitation, Givens Performing Arts Center, Chavis University Center, the University Water Feature, Jones Athletic Center, and any other athletic facilities. The Vice Chancellor for Student Affairs will consult with the Director of Athletics prior to signing any contract for use of the Jones Athletic Center or any other UNCP athletic facility;
2. to sign entertainment and art exhibition agreements to take place on University property;
3. to sign contracts relating to services provided through UNCP's Student Health Services; and
4. to sign agreements requiring performance by the Division of Student Affairs.

### **D. The Vice Chancellor for Enrollment Management**

The Vice Chancellor for Enrollment Management has authority: (1) to sign contracts for advertising, promotional events and entertainment, and contracts for goods and services relating to student recruitment; and (2) to sign agreements requiring performance by the Division of Enrollment Management.

### **E. The Vice Chancellor for University and Community Relations**

The Vice Chancellor for University and Community Relations has authority: (1) to sign contracts for advertising, promotional materials, and for use of facilities, goods and services for or in the course of special events sponsored by the University; and (2) to sign agreements requiring performance by the Division of University and Community Relations.

### **F. The Vice Chancellor for Advancement**

The Vice Chancellor for Advancement has authority: (1) to sign agreements relating to gifts and bequests, including donor agreements; and (2) to sign agreements requiring performance by the Division of Advancement.

### **G. University Counsel and Assistant to the Chancellor for Executive Affairs (Chief of Staff) and Assistant Secretary to the Board of Trustees**

The University Counsel and Assistant to the Chancellor for Executive Affairs (Chief of Staff) and Assistant Secretary to the Board of Trustees has authority to sign contracts and agreements, including those on behalf of the Chancellor, relating to the operations of the Office of the Chancellor such as contracts for use of facilities and acquisition of goods and services to be used in fulfilling the duties of the Board of Trustees or the Chancellor, except those negotiated by the Special Assistant to the Chancellor and Secretary to the Board of Trustees for herself or himself. This authority may not be delegated.

### **H. The Director of Athletics**

The Director of Athletics is authorized to sign contracts for athletic contests involving UNCP's varsity sports teams, to sign contracts for hotel rooms and charter buses and other transportation needs relating to the operations of the Department of Athletics, to sign contracts for facility use relating to athletic events and events involving the Braves Club, to sign contracts relating to officiating services for athletic events, and to sign agreements requiring performance by the Department of Athletics.

### **III. Delegations from the Office of the Provost and Vice Chancellor for Academic Affairs**

A. The Associate Provost and Associate Vice Chancellor for Academic Affairs has authority, in the absence of the Provost, to sign contracts and agreements that the Provost is empowered to sign. This excludes those contracts and agreements negotiated by the Associate Provost and Associate Vice Chancellor for Academic Affairs himself. Additionally, the Associate Provost and Associate Vice Chancellor for Academic Affairs has authority to sign contracts related to academic exchange agreements and academic cooperative agreements that do not involve purchases of goods or services by UNCP. This authority may not be delegated.

B. The Associate Vice Chancellor for Outreach has authority to sign contracts with a total value up to but not exceeding \$50,000 and with a duration not to exceed one year, including any extensions provided for by the terms and conditions thereof, for services to be provided by The Regional Center of UNCP, so long as such contracts do not involve real property or employment agreements. This authority may not be delegated.

C. The Associate Vice Chancellor for Information Resources and Chief Information Officer has authority to sign contracts and agreements for information systems services and products, including without limitation, software licensing agreements; and to sign agreements and documents necessary for the operation of the university technology transfer program, such as licenses, options, confidentiality agreements, material transfer agreements and documents required by the US Patent and Trademark Office. This authority may not be delegated.

D. The Dean of Library Services has authority to sign contracts and agreements for information services and products used by or through the library, including licensing and subscription agreements, provided that each such contract shall have a total value of no more than \$50,000. This authority may not be delegated.

E. The Director of Sponsored Research has authority to sign on behalf of the Chancellor approving and submitting grants, contracts, and cooperative agreements. This authority may not be delegated.

F. The Director of the Regional Center for Economic, Community, and Professional Development has the authority to sign grants, contracts, and cooperative agreements regarding the facility use of the Regional Center. This authority may not be delegated.

### **IV. Delegations from the Office of Vice Chancellor for Business Affairs**

A. The Director of Purchasing has authority to sign purchase orders in any amount that are used to obligate UNCP for payment of funds that are either required under any contract executed by a duly authorized employee of UNCP or requested under a properly approved requisition. This authority may not be delegated.

B. The Assistant Vice Chancellor for Business Affairs – Controller has authority to sign grants, contracts and cooperative agreements for the chief financial officer in the absence the Vice Chancellor

for Business Affairs.

## **V. Delegations from the Office of the Vice Chancellor for Enrollment Management**

A. The Director of Admissions has authority to sign contracts requiring performance by the Office of Admissions. This authority may not be delegated.

B. The Director of New Student and Family Orientation has authority to sign contracts requiring performance by the Office of New Student and Family Orientation. This authority may not be delegated.

C. The Director of the Center for Academic Excellence has authority to sign contracts requiring performance by the Center for Academic Excellence. This authority may not be delegated.

## **VI. Delegations from the Office of the Vice Chancellor for Student Affairs**

A. The Dean of Students and Director of Housing and Residence Life has authority to sign standard Housing Contracts and, once approved by the University Counsel, modifications to the standard housing contracts. This authority may not be delegated.

B. The Director of Student Life has authority to sign entertainment agreements after they have been approved by the University Counsel. This authority may not be delegated.

C. The Director of the Givens Performing Arts Center has authority to sign standard agreements regarding the use of Givens Performing Arts Center ("GPAC") and, after they have been approved by the University Counsel, non-standard agreements for use of GPAC and contracts relating to performances at GPAC. This authority may not be delegated.

## **VII. Delegations from the Office of the Director of Athletics**

The Head Coach for each of the following sports – Women’s Basketball, Soccer, Golf, Tennis, Softball, Volleyball, Track and Field, and Cross Country, and Men’s Basketball, Soccer, Golf, Football, Track and Field, Cross Country, Wrestling and Baseball - and the Director of Sports Information are each delegated authority to sign contracts that for lodging for their respective teams, coaching staff, prospective student athletes, lodging at professional conferences, off campus travel while representing UNCP Athletics, or visiting teams with which UNCP has a contractual agreement, and contracts for transportation including buses, vans, and rental cars, to be used for team or professional travel. This authority may not be delegated.

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