

Policy #4100
Contracts - Signature Authority

Date of Current Revision: November 2023
Responsible Officer: Associate Vice President for Finance

1. PURPOSE

This policy establishes those who are authorized to sign contracts to enter the university into official commitments, financial or otherwise.

2. AUTHORITY

The Board of Visitors has been authorized by the Commonwealth of Virginia to govern James Madison University. See Code of Virginia section 23.1-1301; 23.1-1600. The Board has delegated the authority to manage the university to the president.

3. DEFINITIONS

Contract/Contractual Agreement

A legal obligation, typically in written form, between the university or any unit within the university and any other entity. These include purchase agreements, employment contracts, memoranda of understanding/agreement, collaboration agreements, real estate contracts, contracts to acquire goods or services, and affiliation agreements.

Sign/Signature

Agreeing to a contract, either through signing a hard copy of the document, or legal affirmation of a contract through electronic means.

Signature Authority

Authority granted to specific individuals allowing specified individuals to legally bind the university.

4. APPLICABILITY

This policy applies to contractual agreements entered into by JMU or its departments or units and, therefore, applies to all employees.

5. POLICY

Unless specifically authorized by this policy, no employee may enter into contractual agreements.

Subject to limited exceptions set forth in this policy, any and all contracts, including memorandums of understanding/agreement, collaboration agreements, and affiliation agreements, must be reviewed by the Office of University Counsel before being signed.

Any and all contracts, including memorandums of understanding/agreement, collaboration agreements and affiliation agreements, must be signed by an authorized legal representative of the university who has been delegated that responsibility.

6. PROCEDURES

6.1 Delegation

Signature authority is delegated by the president as follows; however, the president reserves the right to review each on a case-by-case basis.

Table 1 Document Type & Signature Authority

General Contracts	Vice President for Administration & Finance or Associate Vice President for Finance.
Contracts for purchase of goods and/or services	Vice President for Administration & Finance, Associate Vice President for Finance, Director of Procurement or the Director of Procurement's written designee.
Employment Contracts	While normally signed by the President, authority may be delegated to the Vice President for Administration & Finance, Provost & Senior Vice President for Academic Affairs, Vice President for Student Affairs, Vice President for University Advancement or Vice President for Access and Enrollment Management.
Employment Contracts, Intercollegiate Athletics	Director of Intercollegiate Athletics.
University Level Collaboration Agreements	Vice President for Administration & Finance or Associate Vice President for Finance.
Leases, service and/or operating agreements with government and private entities, capital outlay contracts, and deeds and real estate easements	Vice President for Administration & Finance, Associate Vice President for Budget Management, Director of Procurement or the Director's written designee.
Debt issuance and investments	Vice President for Administration & Finance or Associate Vice President for Finance.
Real estate lease agreements	Vice President for Administration & Finance or Associate Vice President for Budget Management.
Contracts related to the payment of tuition and fees	Vice President for Administration & Finance or Associate Vice President for Finance.
Software licenses	Vice President for Administration & Finance, Associate Vice President for Finance or Director of Procurement.
Financial Aid contracts and scholarship agreements	Director of Financial Aid.
Admissions contracts with students	Associate Vice President for Access and Enrollment and Director of Admissions.
Articulation agreements and other affiliation agreements with institutions of higher education.	Provost and Senior Vice President for Academic Affairs, Associate Vice President for Academic Resources.
Affiliation agreements with institutions of higher education,	Provost and Senior Vice President for Academic Affairs, Associate Vice President for Academic Resources, Vice Provost, Research, Economic

including sponsored projects, grants, and contracts	Development & Innovation, Director of Sponsored Programs.
Contracts for private donations	Vice President for University Advancement.
Intellectual Property licensing, permissions, and assignments	Vice Provost, Research, Economic Development & Innovation.
Sponsorship of naming athletic venues	Director of Intercollegiate Athletics.
Clinical Placement Agreements and other affiliation agreements with medical and educational sites for student placement	Associate Vice President for Academic Resources
Athletic Facility Use and Rental Agreements	Assistant Athletic Director for Facilities and Events
Immigration Documents	Director of International Student and Scholar Services

6.2 Additional Delegation

Any further delegation of authority by the individuals identified in the table above must be limited in scope, formally requested either by written memo sent via campus mail or through email written to the Associate Vice President for Finance and reported to the Office of University Counsel.

6.3 University Counsel Review

The department generating the contract must forward every contract to the Office of University Counsel for review of legal sufficiency before it may be signed and to ensure that the contract is signed by the proper university official with delegated signature authority. Departments generating contracts must allow sufficient time for review and negotiation of contractual terms.

6.4 Procurement Contracts

All contracts, agreements, riders, and related legal documents, because of a competitive solicitation or sole source process, must be held by Procurement. No university department may sign a procurement contract.

7. RESPONSIBILITIES

The Office of University Counsel reviews all university contracts for legal content and sufficiency in accordance with Virginia law, unless a contract is exempt from review under this policy. University counsel is the final authority on interpretation of the law.

The procurement department serves as the primary repository for contracts, agreements, riders, and related legal documents as a result of a competitive solicitation or sole source process, when goods and services are obtained in accordance with established university procurement policies and procedures.

It is the responsibility of the person who is authorized to sign a legal document to maintain an official signed copy in their office. All signed copies, regardless of format, must be stored appropriately according to the type of record and are also responsible for compliance with Policy [1109](#) – Records Management.

8. SANCTIONS

Sanctions will be commensurate with the severity and/or frequency of the offense and may include termination of employment.

9. EXCLUSIONS

Memorandum of Understanding (MOU) and contract templates are reviewed centrally by the Office of University Counsel; therefore, review is not required on the execution of each individual MOU or contract which uses an approved template. This policy does not apply to those contracts entered into by student clubs and organizations. For information about those contracts, see Policy [4101](#).

Contracts that do not meet the standards for mandatory legal counsel review within the Procurement Services Internal Policies and Related Procedures are not required to be reviewed by legal services.

10. INTERPRETATION

The authority to interpret this policy rests with the president and is generally delegated to the assistant vice president for finance or university counsel.

Previous version: December 2019

Approved by the president: March 2009