

**Policy #4100**  
**Contracts - Signature Authority**

**Date of Current Revision: December 2019**  
**Responsible Officer: University Counsel**  
**Secondary Officer: Assistant 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 university legal services 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

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

<b>General Contracts</b>	Senior Vice President for Administration & Finance or Assistant Vice President for Finance.
<b>Contracts for purchase of goods and/or services</b>	Senior Vice President for Administration & Finance, Associate Vice President for Business Services, Director of Procurement or the Director's written designee.
<b>Employment Contracts</b>	While normally signed by the President, authority may be delegated to the Senior Vice President for Administration & Finance, Provost & Senior Vice President for Academic Affairs, Vice President for Student Affairs & University Planning, Vice President for University Advancement or Vice President for Access and Enrollment Management.
<b>Employment Contracts, Intercollegiate Athletics</b>	Director of Intercollegiate Athletics.
<b>University Level Collaboration Agreements</b>	Senior Vice President for Administration & Finance or Assistant Vice President for Finance.
<b>Leases, service and/or operating agreements with government and private entities, capital outlay contracts, and deeds and real estate easements</b>	Senior Vice President for Administration & Finance, Associate Vice President for Business Services, Director of Procurement or the Director's written designee.
<b>Debt issuance and investments</b>	Senior Vice President for Administration & Finance or Assistant Vice President for Finance.
<b>Real estate lease agreements</b>	Senior Vice President for Administration & Finance or Associate Vice President for Business Services.
<b>Contracts related to the payment of tuition and fees</b>	Senior Vice President for Administration & Finance or Assistant Vice President for Finance.
<b>Software licenses</b>	Senior Vice President for Administration & Finance, Associate Vice President for Business Services or Director of Procurement.
<b>Financial Aid contracts and scholarship agreements</b>	Director of Financial Aid.
<b>Admissions contracts with students</b>	Director of Admissions.
<b>Articulation agreements and other affiliation agreements with institutions of higher education as well as sponsored projects, grants and contracts.</b>	Provost and Senior Vice President for Academic Affairs, Assistant Vice President for Academic Resources, Director of Sponsored Programs, Vice Provost for Research and Scholarship.
<b>Contracts for private donations</b>	Vice President for University Advancement.
<b>Intellectual Property licensing, permissions, and assignments</b>	Vice Provost for Research and Scholarship.
<b>Sponsorship of naming athletic venues</b>	Director of Intercollegiate Athletics.
<b>Clinical Placement Agreements and other affiliation agreements with medical and educational sites for student placement</b>	Assistant Vice President for Academic Resources

Any further delegation of authority by the individuals identified above must be limited in scope, recorded by written memorandum and reported to university legal services.

## **7. RESPONSIBILITIES**

It is the responsibility of the department generating the contract to forward every contract to university legal services 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 are also responsible for allowing sufficient time for review and negotiation of contractual terms.

It is the responsibility of the university legal services office to review 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.

It is the responsibility of the procurement department to serve 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.

All departments, offices and employees that generate, receive or maintain public records under the terms of this policy 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 legal services; 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 under item # 16, Legal Counsel Review of Contracts, 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: October 2017

Approved by the President: March 2009