Contract Signature Authority

I. Policy:
   A. It is the policy of the University to narrowly restrict signature authority to specific people for specific purposes.
   B. Unless they hold authorization to sign such contracts and agreements, department staff signing contracts and agreements may be found to be acting outside the scope of their employment and be held responsible for damages as result of unauthorized signing.
   C. There are some agreement contract terms and conditions to which the University cannot agree (for example: indemnification).

II. Definitions:
   A. Agreement: A legally binding compact that states terms and conditions between two or more parties.
   B. Contract: A legally binding agreement between two or more parties that is enforceable by law.
   C. Signatory Authority. Authority granted to specific individuals allowing specified individuals to legally bind the University.

III. Individuals authorized to sign contracts:
   A. The Manager of Purchasing and designated Purchasing Agents within the Purchasing Office have signature authority for procurement agreements and contracts for the University as delegated by the State Department of Administration through UW System and campus administration.
   B. Other individuals designated by the Chancellor and approved by the Board of Regents of the UW System are authorized to sign the type of contract indicated in the approval request submitted to the Regents.
   C. Authority to sign contracts with other UW System campuses and State agencies is limited by the individual's fiscal authority and limitations indicated in Procedures regarding Intra-Institutional Agreements and Inter-Institutional Agreements.

IV. Procedures:
   A. Departments should attach a proposed procurement related agreement or contract to the requisition and route the requisition though normal approval channels to Accounting Services. A purchasing agent will review and sign the agreement or contract, if appropriate.
      1. Unsigned originals of the contracts are preferable. When the contract is complete, it will ideally contain the original signature of both parties and original initials of both parties on changes on both parties' copies of the contract.
      2. The contracts presented for signature must be complete. If reference is made to terms that must be agreed to, those terms must accompany the contract that is presented for signature.
3. Failure to allow sufficient time for the Purchasing Office to obtain a contract with evidence of agreement to acceptable terms puts the University and the campus entity requesting the agreement at risk.

B. Prior review of a contract by Legal Counsel has no bearing on the vendor selection process or procurement process required.

V. Contracts not related to procurements should be forwarded to those individuals authorized to sign the type of agreement.

VI. Where standard contract formats are prescribed, they may not be deviated from without review of Legal Counsel or Purchasing.

VII. The following are links to information references regarding contracting and contract liability:
   A. Guidance regarding the contract review process and signature authority is published by Legal Affairs on their Signature Authority page.

Questions regarding contracts relating to procurements should be addressed to Purchasing. Questions regarding review of contract documents and signature authority should be addressed to Office of Legal Affairs (x4278). Questions regarding contract liability should be addressed to Risk Management.