

Approved by: Vice-Chancellor Business
& Finance
Date: 1/24/18
Sheryl Van Gruensven
Sheryl Van Gruensven, Vice-Chancellor

UWGB Signature Authority Policy

OP-12-17-2

Replaces: PPP-1

Authority:

The Board of Regents of the University of Wisconsin System is a legal entity created by the legislature under §36 Wis.Stats. et al. As the UW System stands as a singular business entity, only designated and authorized officers and agents may act with the legal authority of the UW System, specifically, only explicitly designated officers and agents may bind the UW System to contracts and agreements.

The UW System is comprised of eleven (11) comprehensive universities and two (2) research universities. The Board of Regents recognizes that the efficient operation of the UW System depends on the UW System's and UW institutions' ability to conduct business transactions in an efficient manner. Therefore, the Board of Regents need not directly approve all contracts. The President of the University of Wisconsin System, on behalf of the Board of Regents, has delegated to the Chancellors of the respective institutions, the signature authority of the respective institutions.

In turn, through Board of Regent's Policy 13-1 & 13-2 further delegation of contracting authority is permitted for most contracts to designated and named university officials. Individuals authorized to sign contracts under this policy are expected to have the necessary information and expertise to fully understand the implications of making such commitments. In addition, persons with this authority are expected to perform appropriate due diligence activities to ensure potential risks or liabilities are identified and can be effectively managed.

Scope:

The scope of the authority applies to contracts that bind the Board of Regents and UW System institutions. Including, but not limited to, grants, memorandums of understanding, certifications, releases, leases of personal property (not real property), and revenue royalty agreements.

Signature authority for contracts or agreements involving the conveyance of real property through title or leasehold is included in Board of Regents Policy 13-2, "Real Property and Construction Contract Signature Authority and Approval." The authority to enter into agreements conveying real estate lies exclusively with the Board of Regents, individual institutions may not enter into leaseholds or title transfers without explicit approval by the Board of Regents. No authority exists with the UW System or individual institutions for entering into construction contracts. All authority for those contracts rests with the Department of Administration. *Contact the Purchasing Office with any questions.*

Exceptions:

Procurement Contracts (§16 Wis.Stats.)

The authority to procure and delegate to designated agents the authority to procure materials, supplies, equipment, movable property, miscellaneous capital, contractual services and all other expenses of a consumable nature for all agencies as defined in §16.71, Wis. Stats rests solely with the campus Purchasing Office.

Procurement contracts are different from other contracts in that signature authority is delegated from the Wisconsin Department of Administration to the Purchasing Office through the UW System Office of Procurement. Thus, ***procurement contracts may be signed only by the Purchasing Office staff and his/her designees who have been granted permission in writing.***

Authority vested under BOR 13-1 and 13-2 does not apply to purchase orders issued under delegated state purchasing authority. Signature authority for those contracts is covered in s. 16.71, Wis. Stats and is controlled by IN-12-16-2 of University Policies. *Contact Purchasing directly at purchasing@uwgb.edu with questions or for a current list of designees with authority to sign purchasing contracts.*

Appointment of Employees

The authority to appoint employees is governed by the UW-Green Bay Human Resources Department Policies and Procedures. *Questions regarding this authority should be directed to the Department of Human Resources.*

Contracts Requiring Actual Approval of Regents or UW System

Regardless of the designated signature authority, each of the following types of documents likely requires approval by UW System or the Board of Regents prior to signature:

- Any agreement for which the total actualized value may exceed \$1,000,000;
 - Note: Agreements with a total actualized value of greater than \$500,000 but less than \$1,000,000 **must be reviewed by UW System Legal Counsel prior to execution***
- Agreements that contemplate or commit establishment of an academic program which has not had prior Board of Regents approval;
- Agreements involving construction or modification of facilities that require UW System Capital Budget or State Building Commission approval;
- Sales, trades, purchases, and gifts of real property, and leases which would permit a privately owned or operated facility to be constructed on state-owned land;
- Any contract with a value less than \$1,000,000 if the President of the UW System determines that the contract warrants Board of Regent approval prior to execution.
- Contracts for athletic coaches in which the annual compensation exceeds \$500,000

Oversight, Roles, and Responsibilities

Delegation of signature authority allows considerable operational efficiency and requires appropriate oversight and on-going diligence to ensure the interests of the University are best served. In addition to oversight by the Chancellor's Office and Chief Business Officer, compliance

with all UW System Policies and sound business practices will be assessed through periodic review by the UW System Office of Internal Audit.

The Chancellor shall review and approve Delegation of Signature Authority on an annual basis to ensure all named individuals remain in need of the delegation. The Chief Business Officer, through the Purchasing Office, shall ensure that all named individuals continue to maintain the education, knowledge and expertise to competently fulfill their obligations.

The delegation provided through the Delegation of Signature Authority are delivered to individuals not positions, in the event that a named employee separates from the University, the replacement employee shall not gain the delegation until explicitly provided for by the Chancellor.

UWSA Policies:

[Purchasing Responsibility and Authority](#)

Board of Regents Policies:

[Signature Authority 13-1](#)

[Real Property Contracts 13-2](#)