

 UNIVERSITY of DENVER	UNIVERSITY OF DENVER POLICY MANUAL LIMITS OF AUTHORITY	
<u>Responsible Department:</u> Controller's Office <u>Recommended By:</u> Provost, VC Business and Financial Affairs <u>Approved By:</u> Chancellor and Board of Trustees	<u>Policy Number</u> 2.10.030	<u>Effective Date</u> 9/25/2020

I. INTRODUCTION

This Policy authorizes specific officers and employees to enter into contractual and other obligations on behalf of the University of Denver. The following designations of authority are intended to recognize the scope of responsibility of University employees, control the creation of unauthorized or unintended liabilities, and maintain the orderly conduct of the University's business affairs. This Policy also provides for a review procedure for certain types of contracts.

For purposes of this Policy, the term "contract" means any contract or agreement, whether written or oral, which is intended to create a University obligation. The term "University commitment" means, in addition to an obligation to make cash payments, any obligation to provide services, it being understood that such services will be valued by the amount of payment being paid to the University in return for such services. For example, if a contract states that the University will provide facilities in return for a \$5,000 payment, then the contract involves a \$5,000 University commitment.

Contracts for goods and services arranged under the direction and control of the Director of Shared Services are subject to procedures outlined in the University of Denver Purchasing Manual rather than the Procedure incorporated in Section III.

II. POLICY OVERVIEW

A. Designation via Board Resolution

In addition to the designations listed in this Policy, the Board of Trustees may designate, by resolution duly adopted from time to time, other officers and employees with general or limited authority to enter into contracts on behalf of the University.

B. Designation of General Authority

1. The Chancellor and Vice Chancellor for Business and Financial Affairs, or either of them, are authorized to sign any and all contracts, without regard to the duration, types or amounts of the University's obligations under such contracts, except that all contracts for the purchase or sale of real property for which the University has immediate need for

educational purposes must first be approved by the Executive Committee of the Board of Trustees.

- a. Chancellor, unlimited authority;
 - b. Senior Vice Chancellor for Business and Financial Affairs/Treasurer, unlimited authority;
 - c. Provost and Executive Vice Chancellor, unlimited authority;
2. The Controller/Assistant Treasurer is authorized to sign any contract on behalf of the University in the amounts to be determined annually.
- a. Associate Vice Chancellor of Finance/Controller/Assistant Treasurer, \$1.5 million authority including multi-year contracts not exceeding three years in duration;

C. Designation of Limited Authority

For purposes of this Policy, "limited authority" refers to authority that is in all instances 1) subject to applicable budget restrictions and the availability of funds, 2) subject to compliance with general University purchasing and contracting procedures, 3) not granted for contracts that exceed one year in duration except as otherwise stated and, 4) subject to limits to be determined annually. The following University employees have limited authority to sign the following types of contracts:

1. The Executive Director of Research Administration and the Controller/Assistant Treasurer, or either of them, shall have limited authority to sign contracts for grants, research contracts, other sponsored agreements and subcontracts whose period of performance does not exceed 24 months.
2. The Executive Director of Shared Services has limited authority to sign any contract, including multi-year contracts, not exceeding three years in duration. In addition, employees of Shared Services, as designated by the Director of Shared Services, have the authority to sign any contract which normally are entered into the conduct of their duties.
3. The Senior Vice Chancellor for Business and Financial Affairs may designate in writing deans, directors of academic departments and other employees with contracting authority in amounts determined annually limited to the normal conduct of their official responsibilities.
 - a. Senior Vice Chancellor and Chief of Staff, \$500,000; authority limited to contracts/agreements relating to Chancellor's Office initiatives;
 - b. Vice Chancellor of Enrollment Management, \$500,000; authority limited to enrollment related contracts;

- c. Vice Chancellor of Human Resources and Inclusive Community, \$500,000; authority limited to contracts/agreements relating to benefit plan contracts;
- d. Director of Enterprise Risk Management, \$500,000; authority limited to contracts/agreements relating to insurance carriers;
- e. Executive Director Research Administration, \$500,000; authority limited to grants and contracts related to research;
- f. Vice Chancellor Marketing and Communications; \$500,000; authority limited to media and publications contracts;
- g. Executive Director of Shared Services, \$500,000; authority includes any contract, including multi-year contracts, not exceeding three years in durations;
- h. Vice Chancellor and Chief Information Officer, \$500,000; authority limited to computer-related activities;
- i. Vice Chancellor Legal Affairs/General Counsel \$500,000; authority limited to engagement letters for legal or litigation services;
- j. Vice Chancellor of Athletics and Recreation, \$500,000; authority limited to contracts pertaining to Athletic Participation Agreements;
- k. Vice Chancellor of University Advancement, \$500,000; authority limited to contracts pertaining to development and planned giving services and estate receipt/release notices and personal representative amendments; authority to sign IRS form 8283-Non-Cash Charitable Contribution Form;
- l. Associate Vice Chancellor of Facilities Planning & Management, \$500,000; authority limited to customary facilities management activities;
- m. Vice Provost for Research and Graduation Education; \$500,000; authority limited to grants and contracts related to research;
- n. Vice Provost Office of Office of Internationalization, \$250,000; authority limited to study abroad contracts
- o. Executive Director for Conference, Events, \$250,000; authority limited to matters involving Conference and Events, and Special Programs;
- p. Executive Director of the Newman Center for Performing Arts, \$250,000; authority limited to routine contracts relating to the Performing Arts Center;
- q. Executive Director of Shared Services – Procurement and Contract Services, \$250,000; authority limited to normal University procurement contracts;
- r. Director of Facilities Planning & Management, \$250,000; authority limited to customary facilities management activities;

- s. Vice Provost Office of Internalization, \$250,000; authority limited to study abroad contracts;
- t. Vice Provost of University Budget, Planning, & Administration; \$100,000; authority limited to routine university contracts and capital project activities;
- u. Deans and one other departmental designee (other than the budget officer) up to \$50,000.
- v. The Senior Vice Chancellor for Business and Financial Affairs may designate others in writing with amounts determined annually in accordance with the University's *Limits of Authority Policy*.

D. Designation of Authority Banking

The Chancellor and the Senior Vice Chancellor for Business and Financial Affairs have unlimited authority to initiate wire transfers from the University's checking, savings, and investment accounts, subject to callback confirmation, with any of the University's representatives authorized to initiate wire transfers. Other designees within the Controller's Office, Provost Office, Shared Services and Business and Financial Affairs as authorized by the University's Wire Transfer Resolution, have limited authority to initiate wire transfers previously established with the wiring bank as electronic or repetitive formatted wires subject to limits to be determined annually, and have the limited authority to initiate nonrepetitive wire transfers subject to callback confirmation by a second individual with higher limit authority subject to limits determined annually.

- E. The Chancellor may sign any employment contract or letter of appointment or employment, whether faculty or staff. The Provost or the Provost's designee may sign all appointment letters or employment contracts that result in faculty employment. Decisions pertaining to tenure and promotion of faculty are governed by the University's Faculty Handbook. Employment contracts that apply to any other employee and that obligate the University to employ such employee for a term of one year or longer may be signed only by the Chancellor or the Senior Vice Chancellor for Business and Financial Affairs.
- F. The Controller/Assistant Treasurer, is authorized to sign on behalf of the University all reports, forms, notices or other documents that are required by applicable law to be filed with any governmental authority (*e.g.*, tax filings) so long as such documents are signed by them in the normal conduct of their duties and so long as there is no payment required by any filing that exceeds the amount recorded in the University's general ledger for liabilities incurred in the normal course of activity (*e.g.*, payroll withholdings, sales tax deposits, etc.).

The Treasurer, Assistant Secretary or Office of General Counsel are authorized to accept on behalf of the University all summons, service of process or similar notices. The Senior Vice Chancellor of Business and Financial Affairs of the University shall be designated as the registered agent of the University.

III. PROCESS OVERVIEW

Employees with contracting authority when obtaining goods and services shall follow procurement procedures prescribed in the University's Purchasing Manual. In such cases, it is the responsibility of those with designated contracting authority to maintain a documentation file showing compliance with established University purchasing procedures.

- B.** Prior to the execution of any contract described below, the University employee responsible for such contract's subject matter will cause the contract to be reviewed by the Controller's Office and the Office of General Counsel.
 - 1.** The review procedure applies to any contract which provides for 1) University commitments in an amount aggregating \$20,000 or more, 2) possible indemnification or reimbursement by the University, or the creation of a University liability (including a liability resulting from a lawsuit for damages), in an amount aggregating \$20,000 or more, or 3) the performance by the University of obligations over a period of one year or more.
 - 2.** A review by the Controller's Office and the Office of General Counsel is necessary only for the first in a series of contracts so long as each subsequent contract in the series 1) is substantially similar in form to the first such contract and 2) does not change the aggregate University commitment in any material amount.
- C.** The Controller's Office, or the Controller's Office's designee, will review each contract in order to confirm that 1) funds are available for any payment obligations contemplated by the contract, and 2) in cooperation with the Risk Manager, insurance or similar coverage is available for insurable risks presented by the contract.
- D.** The Office of General Counsel, or the Office of General Counsel's designee, will review each contract in order to confirm that the contract accomplishes the intended purposes and does not present any burdensome or unintended liability risks.
- E.** The Controller's Office and the Office of General Counsel will endeavor to conduct their review on a timely basis. The University employee responsible for a contract's subject matter will provide, whenever possible, a reasonable period of time for such review. The Office of General Counsel may rely on faculty members or others with technical expertise when necessary. The Controller's Office and the Office of General Counsel will signify the completion of their review by initialing the contract.

IV. DEFINITIONS

None