UNIVERSITY OF DENVER	UNIVERSITY OF DENVER POLICY MANUAL SUB-CERTIFICATION	
Responsible Department: Business and Financial Affairs **Recommended By:** Internal Audit, SVC Business and Financial Affairs, and Office of the Controller **Approved By:** Chancellor	**Policy Number** FINA 2.10.071	**Effective Date** 11/9/2026

I. INTRODUCTION

In each fiscal year, the Chancellor, the Senior Vice Chancellor (SVC) of Business and Financial Affairs (BFA), and the Controller provide a Representation Letter to the University's external auditors, and in accordance with Policy FINA 2.10.070 - *Corporate Governance and Responsibility*, Section II.B.3, certify the accuracy and completeness of the University's annual financial statements.

In accordance with the University's Corporate Governance policy, key employees (as described below) **whose activities materially affect** the:

(i) University's financial reporting and disclosures,
(ii) System of internal controls, or
(iii) Accuracy of non-financial information reported to outside entities,

shall be required to complete a Sub-Certification Disclosure on an annual basis.

II. POLICY OVERVIEW

The University's mission is most effectively served by the accuracy and completeness of its financial statements. While such accuracy and completeness are the primary responsibility of the SVC for Business and Financial Affairs and the Controller, this process is bolstered by the completion of the sub-certification process by the following key academic and administrative personnel:

(i) Deans, Directors and Division Heads
(ii) Business Officers

The materiality limit of representations applies to the scope of a University school, college or department and does not require an assessment of materiality to the University's financial statements.

III. PROCESS OVERVIEW

A. Sub-certifications are administered electronically via MyDU and are managed by the Controller's Office. Deans, Directors, and Division Heads will complete an annual sub-certification form in substantially the form of Appendix 1 hereto, and Business Officers will complete an annual sub-certification in substantially the form of Appendix 2 hereto.

B. University personnel who are required to complete an annual sub-certification disclosure will receive an email notification with instructions for completing the process shortly prior to the University's June 30th fiscal year-end.

IV. DEFINITIONS

A. "Business Officers" – are key personnel responsible for financial management, business operations and human resource administration functions. Business Officers include, but are not limited to, the Assistant Controllers, Associate Dean & Chief Operating Officers, , Assistant Dean's, Associate Vice Chancellor's, , Chief Operating Officer , and the President of the Faculty Senate.

B. "Directors" – University personnel with title and budget responsibility.

C. "Division Heads" – Vice Chancellors, Vice Provosts with title and budget responsibility.

D. "Internal controls" – Processes for assuring an organization's objective in operational effectiveness and efficiency, reliable financial reporting and compliance with laws, regulations and policies.

E. "Non-financial information" may have financial impacts but is often impossible to quantify. This information could include, but is not limited to:

- Relationships with vendors
- Environmental impact of operations
- Diversity in the workplace and social responsibility
- Interim research results
- Various information supplied to professional organizations and/or the media

V. APPENDICES

A. Appendix 1: Annual Sub-Certification Disclosure – Deans, Directors & Division Heads

B. Appendix 2: Annual Sub-Certification Disclosure – Business Officers

Revision Effective Date	Purpose
12/10/2021	*Policy adopted*
11/9/2026	*Minor changes to align policy with practice*

Appendix 1

Annual Sub-Certification Disclosure – Deans, Directors & Division Heads

UNIVERSITY OF DENVER

Annual Sub-Certification Disclosure – Deans, Directors & Division Heads

I understand that the University prepares annual financial statements subject to an independent audit, and that the Chancellor, Senior Vice Chancellor for Business & Financial Affairs and Associate Vice Chancellor, Finance, must make representations to the independent auditors certifying the accuracy and completeness of the financial statements. In accordance with University Policy FINA 2.10.070 – Corporate Governance and Responsibility, Section II. B. 3, I submit this sub-certification, confirming that I am responsible for the timely and accurate recording of financial transactions initiated within my division(s).

Certain representations in this letter are described as being limited to matters that are material. The materiality limit of my representations applies to the scope of my University division(s) and does not require me to assess materiality to the University's financial statements. Accordingly, the threshold of materiality for my representations should be based on what a reasonable person would customarily apply to another division comparable to mine.

Except as noted, I confirm, to the best of my knowledge and belief, the following representations:

1. There are no un-asserted claims or assessments that I am aware of. (Un-asserted claims and assessments generally arise from an event that has occurred and because of which a third party may subsequently assert a claim or assessment that might result in an unfavorable outcome to the University (e.g. a lawsuit claiming damages or a fine assessed by a governmental agency)).

2. There are no material transactions that have not been properly recorded in the accounting records of the division.

3. There are no events that have occurred subsequent to the end of the fiscal year, and through the date of this letter, that should have been recorded in the accounting records of the division or that would affect a material change in the amounts already included in the accounting records of the division. (An example of the latter would be a recorded pledge that is subsequently deemed uncollectible).

4. I have no knowledge of any fraud or suspected fraud affecting the division involving management or employees who have significant roles in internal control.

5. I have no knowledge of any allegations of fraud or suspected fraud affecting the division received in communications from employees, former employees, analysts, regulators, or others.

6. I and my division have complied with all aspects of laws, regulations, contracts and grants, and University policies.

7. I have disclosed all related party (See University Policy RISK 3.20.060 – Conflicts of Interest for the definition of related party) transactions including sales, purchases, loans, transfers, leasing arrangements, guarantees, ongoing contractual commitments and amounts receivable from or payable to related parties.

8. The information, both financial and non-financial, that I have reported to outside entities, including but not limited to accrediting agencies and media organizations, has been accurate.

9. I certify that gift and endowment spending activity is in compliance with donor imposed fund restrictions.

Exceptions, if any, to the above representations are described below (Please check "No Exceptions Noted" if no exceptions are taken to the above representations):

○ No Exceptions Noted

○ Exceptions Noted as follows:

Appendix 2

Annual Sub-Certification Disclosure – Business Officers

UNIVERSITY OF DENVER

Annual Sub-Certification Disclosure – Business Officers

I understand that the University prepares annual financial statements subject to an independent audit, and that the Chancellor, Senior Vice Chancellor for Business &
Financial Affairs and Associate Vice Chancellor, Finance, must make representations to the independent auditors certifying the accuracy and completeness of the financial statements. In accordance with University Policy FINA 2.10.070 – Corporate Governance and Responsibility, Section II. B. 3, I submit this sub-certification, confirming that I am responsible for the timely and accurate recording of financial transactions initiated within my division(s).

Certain representations in this letter are described as being limited to matters that are material. The materiality limit of my representations applies to the scope of my University division(s) and does not require me to assess materiality to the University's financial statements. Accordingly, the threshold of materiality for my representations should be based on what a reasonable person would customarily apply to another division comparable to mine.

Except as noted, I confirm, to the best of my knowledge and belief, the following representations:

- 1. There are no un-asserted claims or assessments that I am aware of. (Un-asserted claims and assessments generally arise from an event that has occurred and
  because of which a third party may subsequently assert a claim or assessment that might result in an unfavorable outcome to the University (e.g., a lawsuit claiming damages or a fine assessed by a governmental agency)).

- 2. There are no material transactions that have not been properly recorded in the accounting records of the division, specifically:

    - During the fiscal year, the financial records of the division have been reviewed and reconciled on a monthly basis to ensure revenue and expenses are properly recorded. As necessary, correcting accounting entries have

been prepared, completed and recorded into the University's financial system.

- During the fiscal year, all divisional transactions, which record inventory, accounts receivables, pre-paid items, deferred income and accounts payable, are reconciled on a quarterly basis.

- To ensure the safekeeping of University resources, all cash receipts are:

  - Accounted for and deposited in a timely basis (i.e., at least once weekly);

  - The division has procedures in place to properly safeguard cash receipts prior to delivery to the University cashier's office. This would include a secured location with access limited to authorized employees;

  - The division has procedures in place that establish a separation of duties as it relates to cash handling (e.g., the person who prepares the deposit is not the person who reconciles monthly transactions).

- On a monthly basis, all divisional payroll transactions are:

  - Reviewed for accuracy to ensure amounts paid coincide with documented effort, approved pay rate and leave utilized;

  - The division has procedures in place to ensure all employment actions (i.e. hiring, position changes and terminations) are performed on a timely basis in accordance with payroll deadlines;

  - All payroll system transactions are reconciled to the financial system.

- 3. There are no events that have occurred subsequent to the end of the fiscal year, and through the date of this letter, that should have been recorded in the accounting records of the division or that would affect a material change in the amounts already included in the accounting records of the division. (An example of the latter would be a recorded pledge that is subsequently deemed uncollectible).

- 4. I have no knowledge of any fraud or suspected fraud affecting the division involving management or employees who have significant roles in internal control.

- 5. I have no knowledge of any allegations of fraud or suspected fraud affecting the division received in communications from employees, former employees, analysts, regulators, or others.

- 6. I and my division have complied with all aspects of laws, regulations, contracts and grants, and University policies, which include:

    - The division has procedures in place to ensure compliance with approved Business and Financial Affairs Business Operations policies.

    - The division has procedures in place to ensure the University policies regarding the Propriety of Expense and Purchasing Cards have been followed.

    - Any sales subject to state and local sales taxes have been properly recorded into the financial system.

    - The acceptance of credit cards as payment for goods and services is handled in a secure and safe manner, as required by the standards set forth in the Payment Card Industry Data Security Standard (PCI DSS) and University Policy FINA 2.30.070 – PCI DSS Compliance. These standards, which relate

to the protection and safe handling of credit card information, only apply to divisions that accept credit cards as payment for goods and services.

- 7. I have disclosed all related party (See University Policy RISK 3.20.060 – Conflicts of Interest for the definition of related party) transactions including sales, purchases, loans, transfers, leasing arrangements, guarantees, ongoing contractual commitments and amounts receivable from or payable to related parties.

- 8. The information, both financial and non-financial, that I have reported to outside entities, including but not limited to accrediting agencies and media organizations, has been accurate.

- 9. I certify that gift and endowment spending activity is in compliance with donor imposed fund restrictions.

Exceptions, if any, to the above representations have been reported to the division head and are described below (Please check "No Exceptions Noted" if no exceptions are taken to the above representations):

No Exceptions Noted
Exceptions Noted as follows: