<table>
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<tr>
<th>UW-River Falls Administrative Policy</th>
<th>Title: Delegation of Contract Authority Policy</th>
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<tr>
<td>Policy ID: AP-01-119</td>
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<tr>
<td>Effective: 2/1/11</td>
<td>Administrative University Officer: ACBF</td>
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<td>Reviewed: October 2019</td>
<td>Policy Owner/Responsible Officer: ACBF</td>
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<tr>
<td>Revision: 11/30/15 and 10/31/19</td>
<td>Approved by: Chancellor</td>
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<td>Review: 3 years</td>
<td>Next Review Date: October 2022</td>
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**Policy**

The purpose of this policy is to ensure the efficient operation of University of Wisconsin-River Falls ("University") while maintaining fiscal and policy integrity through the careful delegation of authority. It outlines a set of procedures that define the limits of authority designated to specified positions of responsibility within University, and establishes the types and maximum amount of obligations that may be approved by individuals.

As used in this policy, a "delegation of authority" is the formal recorded conveyance of authority from one University employee to another University employee to bind the University within the scope of authority to a legally enforceable obligation. Any such transfers of powers and duties are therefore significant actions requiring great care and scrutiny.

Accountability for the management of the property, assets, financial and human resources of the University ultimately rests with the Chancellor who expects those with delegated authority under the terms of this policy to safeguard University resources by establishing and maintaining sound business controls that deter and detect any potential misuse of resources.

**Definition of terms**

**Delegator:** The employee who has authority to take action on behalf of the university, college or department who transfers ("delegates") his/her authority to another University employee ("Delegate").

**Delegate:** The employee who is officially transferred the authority to act on behalf of the delegator.

**Contract:** An agreement between two or more persons or entities that creates a legally binding obligation to do or not to do a particular thing. A contract obligates the University to an action or a responsibility. A contract may be titled as an agreement, a letter of agreement, a memorandum of agreement, a letter of understanding, a memorandum of understanding, a promise to pay, a purchase order, or may use other terminology. A contract may or may not involve the payment of money. For more details, please visit [https://www.wisconsin.edu/general-counsel/legal-topics/contracts/](https://www.wisconsin.edu/general-counsel/legal-topics/contracts/) for the UW System web site.

**Procedure**

**General Scope of Delegation**

Delegations of authority should be limited both in scope, number and timeframe to those which are necessary to achieve efficiency while maintaining accountability.

**Delegation Guidelines**

Delegations of authority are appropriate where the delegation will enhance the effectiveness and efficiency of the operation without risking the integrity of the internal control necessary for accountability. No
delegation shall be made of all or substantially all of the powers held by any persons making a delegation, or where checks and balances would be minimized.

Through delegation, we are seeking to:

- Align responsibility and accountability in a manner that facilitates efficiency and effectiveness and increases the accountability of staff for their performance;
- Ensure that the University's commitment to integrity and equity in all of its activities is observed;
- Place decision-making authority as close as possible to the point of service delivery within the University;
- Minimize steps in decision-making processes, enabling decisions to be made faster and therefore be more responsive to the needs of stakeholders;
- And, provide increased involvement of staff in decision-making, increasing motivation and commitment of staff through ‘ownership’ of decisions and creating a climate for increased innovation by staff.

Delegate Qualifications

Individuals who receive delegated authority shall have active involvement with the activity being conducted; and have sufficient knowledge of the University policies, rules, laws, regulations and procedures to ensure compliance.

An individual with delegated signature authority who signs a contract on behalf of the University has the responsibility to ensure that the contract follows University System, and State policies, regulations, rules and guidelines and that all necessary insurance coverage is in force.

Each delegate will receive training to ensure compliance with legislation and the policies referred to above. Training will be documented for assessment purposes and kept with the head of each unit or department. A training plan will be developed as part of the implementation of this policy.

Authority to Receive Delegations

A delegation of authority shall be commensurate with the employee’s role within the organization. No delegation shall be made to any employee whose level of responsibility within the University is lower than the level of employee who reasonably could be expected to understand and act in respect to the powers being delegated.

Delegation Management

Each department is responsible to manage and monitor its departmental delegations of authority. This includes maintaining official files of all delegations of authority and conducting annual reviews of all the delegations to ensure that they are revised as necessary.

Delegations of authority must be documented on the attached form as prescribed by the Assistant Chancellor of Business and Finance. The Office of the Assistant Chancellor for Business and Finance will maintain original Delegation of Authority Agreements in accordance with applicable records retention guidelines as set by the University of Wisconsin System.

Employees with delegated authority are accountable for the documents they sign and shall be responsible for assuring payment, performance, and adequate record keeping.

Effective Dates

A delegation of authority shall become effective on the date the delegation is fully executed. Delegations shall continue until revoked or modified because the delegate leaves the position or has his/her duties and responsibilities changed to broaden or lessen the areas of delegation. The departments (through the department chairs or unit directors) are responsible for maintaining active and up to date delegations of authority and should review all delegations annually to assure that the delegations are current. The delegation must be fully executed before any documents are signed by the Delegate.
INTERNAL CONTROLS

It is the responsibility of the Delegator to maintain proper control and management of his/her area; the Delegator remains accountable for all actions taken by the Delegate. The Delegator shall take into account and maintain appropriate internal controls including separation of duties, reviewing reports, sampling completed transactions and monitoring the effectiveness of the controls established.

Delegates may not approve transactions for themselves, their relatives or approve transactions that directly benefit themselves or their relatives or, in any way, create a conflict of interest with the Delegate’s responsibilities to the University. Such transactions must be countersigned by another authorized person, usually the person of next higher authority.

There must be a separation of duties between the approval of expenditures and the reconciliation of departmental financial accounts. Delegates may not be the person solely responsible for reconciling/verifying the expenditures with the department budget. Departments with very few staff that are unable to segregate duties require the department head to attest to the implementation of alternate compensatory internal controls.

UNAUTHORIZED CONTRACTS

Documents signed by anyone other than those employees who have a delegation of authority on file may be declared null and void unless formally ratified by the Chancellor. Therefore, the University does not recognize contracts signed by University employees or agents as binding on the University unless the employee who signed the contract has duly delegated signatory authority.

Employees who sign contracts purporting to bind the University without proper authority, or improperly delegate or misuse delegated authority may be subject to an investigation and sanctions, which may include removal of signature authority, disciplinary action or termination of employment.

Who can sign a contract for a UW System institution or unit?

The UW employee who signs a contract does so on behalf of the Board of Regents of the University of Wisconsin System or one of its institutions. Therefore, only specified UW System or institution administrators have signature authority from the Board of Regents and the UW System to sign contracts. Signature authority is delegated by official policy and action and is conveyed in written documents authorizing named individuals to sign specific types of agreements for the institution and Board.

Only UW System employees who have written delegated authority to sign certain contracts are able to sign those contracts. If there is any doubt, contact your grants or research office, or System or Campus Legal Counsel. Signing without authorization can lead to personal liability not covered by the state’s risk fund.

For a UW System general contract checklist, please visit https://www.wisconsin.edu/general-counsel/legal-topics/contracts/

All previous delegations of authority are superseded and rendered void as of the effective date of this Policy.

GENERAL DELEGATIONS OF AUTHORITY

The Chancellor retains residual executive authority to sign contracts for the University, notwithstanding the delegations of authority contained in this regulation.
The Assistant Chancellor for Business and Finance is delegated the authority to sign all contracts for which the Chancellor has signature authority that may be further sub-delegated.

Only the Chancellor may appoint another person or body to advise about the exercise of delegated authority (including decision making), however the delegate always remains responsible and accountable for the decision or action.

All agreements where signature authority is not specifically delegated elsewhere in this Policy are delegated to the Assistant Chancellor for Business and Finance.

**CONTRACTUAL MONETARY LIMITS**

All contracts whose obligations or related financial exposure are in excess of $50,000 (single or in the aggregate) must be signed by the Chancellor or Assistant Chancellor for Business and Finance.

Only individuals with Contract delegation may sign contracts. Individuals with signature delegation may only sign contracts with financial obligation or exposure up to the dollar limit of their individual delegation.

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<tr>
<th>Title</th>
<th>Authority Level</th>
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<tbody>
<tr>
<td>Chancellor or Designee</td>
<td>Up to $500,000 as set by Board of Regents Policy Section 13: Contracts</td>
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<tr>
<td>Assistant Chancellor for Business and Finance</td>
<td>Up to $500,000 as set by Board of Regents Policy Section 13: Contracts</td>
</tr>
<tr>
<td>Provost</td>
<td>Up to $50,000</td>
</tr>
<tr>
<td>Associate Vice Chancellor, Academic Affairs and Graduate Studies</td>
<td>Up to $50,000</td>
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<tr>
<td>Executive Director, Facilities Planning and Management</td>
<td>Up to $50,000</td>
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<tr>
<td>Chief Information Officer</td>
<td>Up to $50,000</td>
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**PERSONNEL AGREEMENTS**

Personnel agreements (including offer letters and faculty recruitment letters), whether for faculty or staff must be approved by the Chancellor or his/her Designee.

**CHAIN OF COMMAND**

In the event of an emergency and the Chancellor is unavailable or unable to perform duties, in the short term, the chain of command is as follows: Provost, Assistant Chancellor for Business and Finance, Senior Academic Dean.

**REPORTING CHILD ABUSE AND NEGLECT (Administrative Policy AP-01-114)**

Delegates are responsible for ensuring that contractual arrangements require the contractor to supply employees that have passed criminal background checks, if such employees will have regular contact with children.
To the maximum extent feasible, UWRF will include, in all written contracts for the provision of services by independent contractors, an obligation to report incidents of child abuse and neglect. Whenever possible, written contracts shall include the following provision:

*If, in the course of providing services to UWRF, contractor (or its agent or employee) observes an incident of child abuse or neglect, or learns of an incident of child abuse or neglect and the contractor (or its agent or employee) has reasonable cause to believe that child abuse or neglect has occurred or will occur, contractor (or its agent or employee) must make a report of that child abuse or neglect to law enforcement or to a county social service agency as provided in UWRF's Policy on Mandatory Reporting of Child Abuse and Neglect. If the suspected child abuse or neglect involves UWRF, the contractor (or its agent or employee) shall also report that abuse to the UWRF Chief Human Resources Officer.*

**Authority**

The UW-River Falls Chancellor approves this policy in accordance with the Administrative Policy process. The Assistant Chancellor for Business and Finance is responsible for the substance of, and compliance with all administrative policies. The Policy Owner (Responsible Office) is responsible for the administration and maintenance of this policy. To request an exception to this policy, mailto: administrative-policy@uwrf.edu.

**Sanctions and Appeals Process**

Failure to adhere to the provisions of this policy may result in appropriate disciplinary action as provided under existing procedures applicable to students, faculty, and staff, and/or civil or criminal prosecution.

**University Responsibilities**

[This would be the Responsible Office or the Policy Owner. The Responsible Office owns and manages policies that fall under that office’s area of responsibility. The Policy Owner oversees the development and review of the policy.]

**Contact**

To direct questions about this policy, mailto: administrative-policy@uwrf.edu.
DELEGATION OF AUTHORITY AGREEMENT

To Whom It May Concern:

By means of this letter, I, [name and title], acknowledging that the ultimate responsibility for the delegation as set forth herein remains with me, hereby delegate the authority herein described to the [position title], on the following terms and conditions:

I. The [title] may review and execute, on my behalf, contracts in an amount and duration not to exceed [dollar limit maximum of $5,000] and [period of time].

II. The contracts subject to this delegation are those relating to [describe nature of contracts].

III. The effective date of this delegation is [specify] and shall run for one year or until revoked by the delegating official or his/her successor.

IV. The authority delegated is not subject to sub-delegation without my prior and express written consent.

V. In cases of extreme emergency where I cannot be reached (nor any of my direct superiors who have authority) and a contract or agreement that is not otherwise delegated herein must be executed to protect the interests of the institution, the [title] may execute such agreements or contracts.

VI. This delegation is made pursuant to the University Delegation of Authority Policy and is subject thereto.

________________________________________  ______________________________________
Name [delegating official]                   Title [Delegating official]

Signature ___________________________  Date: _____________________

________________________________________  ______________________________________
Name [delegate]                             Title [delegate]

Signature ___________________________  Date: _____________________

Acknowledged and agreed: By signing this agreement letter, I acknowledge that I have read, understand, and agree to all the elements of the Delegation of Authority document.

cc:  File [delegating official]
     Office of the Assistant Chancellor, Business & Finance