



2-7 SIGNATURE AUTHORITY

Title of Policy:	Signature Authority Policy
Responsible Executive:	President
Approving Official:	President
Effective Date:	January 1, 2021
Revision History:	New

I. INTRODUCTION

This policy applies to all written contracts relating to commercial and non-commercial transactions including, but not limited to, goods, supplies, equipment, services, programs, and real and personal property (excludes personnel contracts and sponsored project awards, related research awards and related sub-recipient agreements). The proper delegation of authority to execute contracts with external entities is necessary to minimize legal, financial, and related risks to Florida State University (FSU). This policy clarifies which employees of FSU have authority to sign contracts and to whom such authority may be delegated.

II. POLICY

A. Policy Statement

This policy establishes standing signature authority for FSU officials and allows them to delegate such authority within the limits and conditions of this policy. A valid delegation of authority from the President or other FSU officials listed herein provides individuals with the authority to enter into contracts with external entities on behalf of FSU. Contracts signed by anyone other than those employees with standing authority or who have a delegation of authority on file with the Office of the General Counsel may be declared null and void unless formally ratified by the President. Persons who improperly delegate or misuse delegated authority may be subject to disciplinary action up to and including termination. Such individuals may also be held personally liable.

B. Definitions

Conflict of Interest. A divergence between an individual's private interests and his or her employment obligations to FSU such that an independent observer may reasonably question whether the individual's actions or decisions are influenced or determined by considerations other than the best interest of FSU.

Contract. Any document intended to set forth an agreement or obligation of any kind between FSU and an outside party. This would include any permit or transfer of legal rights or assumption of obligations. This policy does not apply to internal memoranda of understanding or similar agreements that govern internal relationships between university schools,

departments or offices.

Delegator. The employee who has the standing authority under this policy to take action on behalf of FSU, an FSU college or department and who may transfer (“delegate”) all or part of that authority to another FSU employee.

Delegate. The employee to whom authority is officially transferred

Delegation. The transfer of authority from one person to another.

Signature Authority. The authority to bind the University by contract.

C. Authorized Signatories

Title*	Contract Signature Authority Maximum Amount
President, Vice President for Finance and Administration, and Provost	Unlimited
Vice President for Research	Unlimited for Sponsored Research Grants and Proposals
Chief Procurement Officer*	\$5,000,000
Vice Presidents and General Counsel	\$1,000,000
Associate/Assistant Vice Presidents	\$50,000
Deans, Directors, and Department Heads (DDDHS)	\$10,000

* Authorized by University Policy 4-OP-A-6 Procurement Services

The total value of the contract will establish the signature authority approval amount. The total value of the contract is defined as the contract’s value (in either expenditures or revenues) for its entire life cycle, including any renewals or extensions. Any change orders or amendments executed after the date of this directive shall follow the signature authority as part of the total value of the contract.

D. Delegation Limits

Authorized Signatories in Section C may delegate one pay band level below their level but only to the extent of their own authority and only to one individual. Those with unlimited authority may delegate up to \$1,000,000.00 authority. There may be no further delegation by the Delegate. It is unacceptable to divide contracts for related purposes into multiple parts in order to circumvent this monetary limit.

E. Delegation Responsibilities

As set forth above, the President, Provost, Vice President for Finance and Administration, Chief Procurement Officer, Vice Presidents, and DDDHs have the standing authority to execute certain agreements on behalf of FSU. These individuals are also authorized to delegate such authority to subordinates for the initiation, management, or completion of the contract process.

Authority relating to transactions that require specific approval of the Board of Trustees or Chair of the Board of Trustees may not be delegated.

All contracts as defined in this policy must be routed for final approval and signature through the approved contract administration system. The system will serve as the official centralized contract repository for the University.

The Delegate who approves any contract or transaction that constitutes a commitment between FSU and external entities has the responsibility to:

1. work with Procurement Services (goods and services and for contract administration), Information Security and Privacy, Legal Counsel (over \$10,000) to ensure that the contract is reviewed by all relevant entities to affirm that the contract or transaction complies with all federal and state statutes and FSU policies and regulations.;
2. verify the availability of funds for the contract or transaction;
3. ensure that there is no real or apparent conflict of interest on the part of any individual or organization involved in the contract or transaction, or, where there is a real or apparent conflict of interest, the issues have been resolved prior to entering into the contract or transaction;
4. secure all necessary signatures; and
5. oversee proper performance of all contract or transaction commitments.
6. Maintain a current copy of the applicable delegation of authority.
7. Even if signature authority is delegated, the ultimate responsibility shall remain with the Delegator.

F. Delegation Process

The procedures to follow for proper delegations of authority under this policy are outlined below.

1. All delegations of authority must be in writing.
2. The authority associated with an appointment may not be exercised by an individual prior

or subsequent to the effective dates of employment and/or appointment. Delegation of Authority does not transfer with the person but remains with the position until the position changes or the delegation term expires.

3. The delegation must include (1) a specification of the scope, terms, and limitations of the delegation; (2) the contract or types of contracts the delegate is authorized to sign; and (3) the duration of the delegation, not to exceed the maximum limit as provided within this policy.
4. A copy of the delegation must be transmitted within three business days to the Office of the General Counsel with a copy to the Office of Procurement Services. A copy must also be maintained in the office of both the Delegator and the Delegate. The Office of the General Counsel will maintain a master list of all delegations.
5. All delegations of authority governed by this policy are considered in effect for a period of no more than three years and may be revoked or modified at any time by the Delegator or the Delegator's successor in position (in consultation with his or her supervisor and the Office of the General Counsel, as appropriate). Upon the expiration of this authority, the appropriate individual must reauthorize the delegation in writing.
6. Any delegation of authority change (to include an interim or acting leadership appointment) should precipitate a review of all existing delegations of authority to determine whether existing delegations of authority should continue under the new leadership. If no action is taken to modify, then the delegation continues through its normal duration under this policy.
7. At the beginning of each fiscal year, all Authorized Signatories should review the written delegations governing their areas to ensure that such delegations are current, accurate, and consistent with the needs of the institution and its various units.

G. Internal Controls

The Delegator must maintain proper control and management of his/her area as the Delegator remains responsible for the integrity of the delegated tasks. The Delegator shall consider and maintain appropriate internal controls such as a separation of duties, proper financial management, and actively monitoring the internal controls established.

An employee may not approve transactions that directly benefit the employee, the employee's immediate family, or in any way create a conflict of interest with the employee's responsibilities to FSU. Such transactions must be approved by the person of next higher authority.

All FSU Contracts must be in writing, which includes approved electronic formats. No contract will bind FSU unless in writing and signed according to this policy. Electronic signatures are acceptable unless an actual signature is required by law. This policy applies equally to amendments, renewals, and terminations of contracts. This policy supersedes any conflicting

practice, policy, delegations or guidelines.

H. Minimum Level of Contract Review

Procurement Services must review any contract relating to the purchase of goods and or services including, but not limited to, information technology license and maintenance agreements. The Office of General Counsel must review any contract over \$10,000. The Vice President for Finance and Administration must review any contract that exceeds \$50,000 over the life of the agreement to include any renewal terms. The Office of the Controller and the Office of Business Services must review any revenue-generating contract over \$10,000 (the total amount plus any optional renewal terms).

III. LEGAL SUPPORT, JUSTIFICATION, AND REVIEW OF THIS POLICY

- The Florida Board of Governors (BOG) Regulation 1.001
- BOT Delegation to President
- FSU Regulation 2.015 Purchasing and Procurement
- FSU Policy OP-A-6 Procurement of Commodities and Contractual Services
- FSU Policy OP-D-3 Revenue Generating Contracts

The Vice President for Finance of Administration shall be responsible for coordination and review of the provision of this policy and for making any necessary revisions.

/s/ President
