



# OLD DOMINION UNIVERSITY

## University Policy

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### Policy #1500

### DELEGATION OF AUTHORITY FOR CONTRACT APPROVAL

**Responsible Oversight Executive:** University Counsel

**Date of Current Revision or Creation:** July 12, 2017

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#### A. PURPOSE

To outline the delegation of authority in regards to contracts and leases as granted to the President by the Board of Visitors.

#### B. AUTHORITY

[Code of Virginia Section 23.1-1301, as amended](#), grants authority to the Board of Visitors to make rules and policies concerning the institution. Section 6.01(a)(6) of the [Board of Visitors Bylaws](#) grants authority to the President to implement the policies and procedures of the Board relating to University operations.

[Code of Virginia Section 23.1-2000 et seq., as amended](#)

[Bylaws of the Old Dominion University Board of Visitors, Article VI, §6.01 \(c\) \(7\)](#)

[Board of Visitors Policy 1240 – Resolution Concerning Employment](#)

#### C. DEFINITIONS

Affiliation Agreements - Memoranda of Understanding, agreements, or contracts that provide an affiliation for purposes of providing students or faculty with access to necessary training, research, other educational institutions or other access to fulfill the educational purpose of the University.

Blanket and Term Contracts - Contracts between the University and vendors to obtain a specified pricing system for a specified period of time. These contracts promote the availability of commonly used goods or services at stable prices for the stated period of time. No money is due under these contracts until the product is ordered.

Certificate of Confidentiality - Helps researchers protect the privacy of human research participants enrolled in biomedical, behavioral, clinical and other forms of sensitive research. Issued by the National Institutes of Health or the Health Resources & Services Administration, certificates protect against compulsory legal demands, such as court orders and subpoenas, for identifying information or identifying characteristics of a research participant.

Cooperative Research and Development Agreement (CRADA) - An agreement between one or more Federal agencies and/or technical activities and the University. Under a CRADA, the Federal agency and/or technical activities shall provide personnel, services, facilities, equipment, or other resources with or without reimbursement (but not funds to the University). CRADAs are instruments that may be used in all aspects of a product and/or system life cycle when research, development, test and evaluation activities occur. The University parties shall provide funds, personnel, services, facilities, equipment, or other resources toward the conduct of specified research and development efforts that are consistent with the mission of the Federal agency. The CRADA partners shall share in the intellectual property developed under the effort. The terms of the CRADA may not conform to a procurement contract or cooperative agreement as those terms are used in Sections 6303-6305 of 31 U.S.C. (reference (i)). Two types of CRADAs are Technical Assistance CRADA and Military-Use CRADA.

Delegator – A delegator is any position listed in Section E. or any position to whom authority is further delegated by those positions.

Facilities and Administration Cost Agreement - An agreement entered into by the University to have the University's costs reimbursed; the University agrees to verification of costs by the Federal government.

Formal Contracts - All other contracts where the University contracts with another entity for goods and services other than employment contracts, whereby all terms and conditions are expressly stated.

Lease - A document for the rental of real estate, office or classroom space, or other space or property whereby the University obtains quiet enjoyment of the space or property.

Memoranda of Understanding - Agreements that generally do not contain monetary consideration but contain mutual promises as consideration.

Proposal Transmittal Agreement - An agreement between the University and the Old Dominion University Research Foundation (ODURF) where the University agrees the information is correct and warrants that the grant will be completed in return for ODURF's management of the grant.

Purchase Orders - Documents that reflect the purchase by the University of goods or services that most commonly occur (but not exclusively) through use of the electronic purchasing system maintained by the Commonwealth of Virginia (eVA).

Revenue Contracts/Agreements - Include any contract for goods or services, any sponsorship agreement or any agreement that generates revenue to the University.

Sponsored Program Proposals, Grants and Agreements - Occur when the University applies for grants through proposals, is awarded the grant, and while managed by the Old Dominion University Research Foundation, the grant requires the University to submit the proposal and sign all necessary agreements and assignments.

#### **D. SCOPE**

This policy applies to all employees and recognized student organizations that enter into agreements, memoranda of understanding, purchase orders, or contracts on behalf of the University. Employees include all staff, administrators, faculty, full- or part-time, and classified or non-classified persons who are paid by the University. This policy covers those positions listed

below that have been delegated authority by the President for contract approval and any position to which authority has been further delegated by those positions.

## **E. POLICY STATEMENT**

1. The President may delegate the authority of the powers entrusted to the President by the Board of Visitors in Article VI, § 6.01 (c)(7). Power delegated by the President may be further delegated within the limitation of the power being delegated by the individual to whom the power has been delegated unless the power to delegate is specifically limited or revoked by the President or other delegated individual.
2. The Provost and Vice President for Academic Affairs is delegated the following powers to bind the University in academic matters:
  - a. Affiliation Agreements and Memoranda of Understanding that do not require the expenditure of University funds
  - b. Faculty contracts
  - c. Playbill advertising associated with theater productions not to exceed the upper limit established in the Schedule of Tuition, Fees and Charges
  - d. Continuing education courses, seminars and workshops for employees under the supervision of the Provost and Vice President for Academic Affairs

The Provost and Vice President for Academic Affairs may delegate these powers, in writing, but shall remain accountable for the judicious exercise of the powers.

3. The Vice President for Administration and Finance is delegated the following powers to bind the University in administrative and financial matters:
  - a. Leases for five years or less
  - b. Documents necessary to purchase, sell or otherwise convey interests in real property, subsequent to Board of Visitors approval
  - c. Use of University facilities
  - d. Write off debts and settle claims
  - e. All agreements that involve a discount in tuition
  - f. Acquisition of goods, services, architecture and engineering services, construction contracts, contract modification, and change orders including but not limited to the following contract types and forms:
    - i. Formal contracts
    - ii. Blanket and Term contracts
    - iii. Purchase orders
    - iv. Revenue contracts
    - v. Memoranda of Understanding

The Vice President for Administration and Finance may delegate these powers, in writing, but shall remain accountable for the judicious exercise of the powers.

4. The Vice President for Research is delegated the following powers to bind the University in research matters:
  - a. Memoranda of Understanding that do not require the expenditure of University funds
  - b. Contracts and agreements involving intellectual property
  - c. Collaborative research agreements
  - d. Certificates of confidentiality
  - e. Cost-matching agreements
  - f. Facilities and administration cost agreements
  - g. Visiting scholar and volunteer agreements
  - h. Proposal transmittals
  - i. Sponsored program proposals, grants and agreements
  - j. Agreements and certifications related to regulatory compliance in research including but not limited to the following:
    - i. Agreements and certifications pertaining to animal care and use
    - ii. Agreements and certifications pertaining to biosafety
    - iii. Agreements and certifications pertaining to export control
    - iv. Agreements and certifications pertaining to human subjects
    - v. Agreements and certifications pertaining to radiation safety
    - vi. Agreements and certifications pertaining to recombinant DNA
    - vii. Agreements and certifications pertaining to research integrity

The Vice President for Research may delegate these powers, in writing, but shall remain accountable for the judicious exercise of the powers.

5. The Vice President for Student Engagement & Enrollment Services is delegated the following powers to bind the University for the following contracts:
  - a. One-time student events.

The Vice President for Student Engagement & Enrollment Services may delegate these powers, in writing, but shall remain accountable for the judicious exercise of the powers.

6. The Athletic Director is delegated the following powers to bind the University in athletic matters:
  - a. Intercollegiate athletic competition
  - b. Special athletic events

- c. Sponsorship in athletic tournaments, promotion of athletic events, and provision for community sports, none of which involve the expenditure of University funds.

The Athletic Director may delegate these powers, in writing, but shall remain accountable for the judicious exercise of the powers.

7. Except for the authority granted above, no individual should act or has the authority to bind the University unless he or she has an unexpired written delegation of authority.

## **F. PROCEDURES**

1. It is the responsibility of the individuals listed in E.2. through E.6. above to establish, validate, update, renew or revoke delegation of authority to the positions to whom they delegate their respective powers delegated by the President and to ensure that copies of the written letter of delegations are kept in their office and provided to the Office of University Counsel. It is also their responsibility to keep a current list of all delegation letters for the units within their respective organizations.
2. In cases of further delegated authority, the delegator has the responsibilities listed in F.1. above and must also provide a copy of the letter of delegation to the respective Vice President or Athletic Director.
3. Written letters of delegation should include the employee's position title, the authority being delegated, the effective date and duration of the delegated authority, and any limitations or conditions attached to the delegated authority in order for it to be valid.
4. Separations from the University or transfer to another position within the University will automatically revoke any authority inherent in the position to which authority has been delegated. Delegators are responsible for immediately notifying the Office of University Counsel of such separations or transfers and for issuing new written letters of delegated authority to individuals who assume those positions. Copies of the new letters must be provided to the Office of University Counsel and (in the case of further delegated authority) to the respective Vice President or Athletic Director.
5. On a biennial basis the Office of University Counsel will prepare a comprehensive listing of letters of delegation currently on file and send the list to delegators for validation. Each delegator will be responsible for validating the listing for accuracy, updating any delegation letters for changes if necessary, and returning the listing to the Office of University Counsel and (in the case of further delegated authority) to the respective Vice President or Athletic Director.
6. The Office of University Counsel is responsible for revising Section E. of this policy should the President delegate additional authority to the positions listed or additional positions are delegated authority for contract approval by the President.
7. All individuals are encouraged to submit agreements for review to the Office of University Counsel prior to their execution. The following documents, however, must be submitted to University Counsel for review:
  - a. Contracts, agreements or a Memorandum of Understanding with an annual cost to the University in excess of \$500,000.

- b. Revenue contracts with anticipated annual revenue in excess of \$50,000.
  - c. All documents related to transactions involving real estate including but not limited to leases, easements, deeds, and other miscellaneous real estate transactions.
  - d. All other documents, agreements, contracts, and memoranda of understanding not included in Paragraphs E.2. through E.6. above.
8. All delegation of authority inquiries and/or confirmation should be directed to the Office of University Counsel.

**G. RECORDS RETENTION**

Applicable records must be retained and then destroyed in accordance with the [Commonwealth's Records Retention Schedules](#).

**H. RESPONSIBLE OFFICER**

Associate University Counsel

**I. RELATED INFORMATION**

[Sample Delegation of Authority Memo](#)

