

1.4 - Delegation of Authority - Policy

Approved: October 9, 1996
Revised: March 29, 2022
Reviewed: April 18, 2023

Purpose

The purpose of this policy is to provide a College-wide framework of authority/delegated authority by designating positions within the College's administrative and governance structure which carry the authority to approve and sign documents on behalf of the College. This Policy applies to all contractual, financial, and non-financial activities which the College is a party.

Policy

The Board, within the limits established by *The Regional Colleges Act*, *The Regional College Regulations*, Board Charter, bylaws and policies, and other relevant laws and regulations is empowered with the management and control of the College and its property, revenue, and business affairs, and has the general and overriding responsibility and authority to enter into agreements that bind the College.

The Board may choose to carry out some responsibilities directly and delegate to the President and CEO signing authority for other matters that are necessary to carry out the operations of the College or that flow from decisions of the Board.

The President and CEO may sub-delegate to individuals the authority to approve and sign documents on behalf of the College in accordance with this Policy subject to such terms and conditions as the President and CEO may determine appropriate. In all instances, the President and CEO, or parties further sub-delegated to, must act within the budget approved by the Board and in accordance with the *Regional Colleges Act*.

The level of authority required to enter into contracts and agreements relating generally to the operation and development of the College and to bind the College to the terms thereof shall depend on the dollar amount (if there is a dollar amount involved) and/or the impact on the College of such documents and agreements as set out in Procedure/Appendix 1.4.

Approval by the Board of the College Budget confers authority upon the President and CEO to make expenditures within the amounts and scope of the accounts allocated in the budget and in accordance with Procedure 1.4 and other applicable College policies and procedures.

All persons in which financial responsibility vests are expected to act in good faith for the best interests of the College and at all times avoiding conflicts of interest or conflicts of commitment. In circumstances where conflicts of interest or conflicts of commitment exist or could be seen to exist, signing officers are required to obtain approval from their direct supervisor. All individuals who have been delegated authority are responsible for knowing the regulations and/or restrictions for restricted/conditional funding.

Authorization from a supervisor is to be adhered to for all reimbursements to be authorized. This principle ensures that no one is placed in a position where they can authorize a payment to be made to themselves or for their benefit. Obtaining authorization from a supervisor indicates that a review of the proposed expenditure is legitimate and is required for College operations. Reimbursement approval cannot be delegated.

Any authorization not covered in the Signing Authority Matrix that requires contractual, performance or monetary considerations, must be approved by the VP Finance or the President and CEO.

Signing Authority

Only those persons authorized by this Policy may enter into contracts/obligations on behalf of the College (herein a “Delegate”).

No individual may sign any document that creates an obligation or undertaking on behalf of the College unless that individual has signing authority in accordance and compliance with this Policy.

Should any claims, damages or other consequences arise from the signing of a document by an individual who had no authority under the Policy to sign, The President and CEO and/or the Board of Directors may look to the individual to indemnify the Board with respect to those consequential liabilities incurred on their behalf. In addition, the President and CEO and/or the Board may determine other appropriate action with respect to the individual as a result of his or her improper signing.

Although agreements entered into on behalf of the College are varied and numerous, it is necessary to ensure sufficient consideration has been given to the significance of the agreements, the necessity of indemnities, consideration of insurance coverage, legal and other consequences. It is also important for the College to be able to coordinate entering into legally binding agreements and to ensure from an institution-wide perspective, appropriate consultation and communication. In those cases where sub-delegation has occurred, it is essential that the delegator be apprised of actions taken or agreements signed by the delegate.

Notwithstanding the delegation of authority to College staff to approve documents in accordance with this and/or related policies or procedures, the staff member shall bring to the attention of the VP of Finance or the President and CEO, any document, prior to approval and execution, that involves an unusually high level of risk to the College or that might have a negative effect on the reputation of the College

Responsibility of Signing Officers

A signing officer is a person to whom authority to sign a document on behalf of the College has been delegated or sub-delegated.

Before signing a document, a signing officer must be satisfied as to the following and must be prepared to attest that:

- The document is within the responsibility of the signing officer through the authority of the College’s approved budget, or other policies and procedures, with respect to the

subject matter of the document, or unless there has been written delegation of that responsibility by the President and CEO.

- The College is able to meet its obligations within the terms of the document and that the other party(ies) is reasonably likely to meet the respective obligations relating thereto.
- The document complies with labour legislation, employee collective agreements and manuals, tax legislation, and other legislative, regulatory, College policy and procedural requirements.
- The appropriate level of approval has been obtained for the document.
- Wherever there may be a potential or perceived conflict of interest, the signing officer does not sign the document, and instead refers the matter to his/her immediate supervisor, in accordance with the *Conflict of Interest Policy*.
- Financial and other benefits to or liabilities of the College relating to the document have been considered, are reasonable and manageable.
- The intellectual property elements have been thoroughly considered.
- Where appropriate, if there are significant financial ramifications or risk exposure, the President and CEO and/or legal counsel have reviewed the document.
- The document is consistent with the current College Strategic Plan, Business Plan, Budget and/or the applicable handbook, collective agreements/employment contracts.
- Only the persons authorized in this policy, see Appendix 1.4 *Signing Authority Matrix* may enter into contracts/obligations on behalf of the College (herein a “delegate”).

1.4 - Delegation of Authority/Signing Authority Matrix - Procedure

Approved: December 15, 2015
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The authority matrix represents the lowest level of delegation permitted to approve an activity or sign a contract.

Signing Authority Matrix (attached).