Procedures for Signing Authority Policy

Link to Parent Policy:	*Signing Authority Policy*		
Procedure Reference	SGNPR_2311N_AD/VPC		
Procedure Sponsor:	CFO & Vice President, Corporate Services		
Procedure Contact:	Director, Financial Services		
Stakeholders:	Board of Governors, Employees		
Approved by:	OC Executive Team		
Effective Date:	January 2, 2024		
Last reviewed:	June 2023	Scheduled review date:	June 2028

1. Purpose

The purpose of these procedures is to communicate the principles and activities that OC Employees are expected to follow when carrying out OC business transactions through legally binding contractual agreements or operational activities and to outline the assignment of signing and spending authority to positions on behalf of the College.

2. Scope and Application

The policy and its related procedures apply to all legal and financial documents of the College that require authorizing signature(s) or approval(s), including but not limited to Contracts, Agreements, expenditures, applications for funding and donations.

3. Procedures for Signing Authority

Responsibility for Matrices

3.1 The CFO & Vice President, Corporate Services is responsible for the Signing and Spending Authority Matrix (*Appendix A*) and the Major Capital and Construction Matrix (*Appendix B*) which include all documents requiring signature or approval, the dollar values associated with those documents and the organizational level that has signing authority. The President or CFO & Vice President, Corporate Services may amend the position titles but not amounts on the matrices, or schedules to this policy and the procedures, without obtaining Board approval, as necessary to address operational needs.

Informing and Training Signing Authorities

3.2 It is the responsibility of each Leadership Council member to ensure that persons who report to them and have been designated as Signing Authorities through the Signing Authority Policy have been provided with a copy of the Signing Authority policy and procedures and to provide training so that Signing Authorities understand their responsibilities under this policy. The Vice President's shall be responsible to ensure Leadership Council members who report to them are provided both the Policy and Procedure upon hire.

4. Responsibility of Signing Authorities

Legal and Risk Management Review

4.1 Legal Reviews – Originators and their supervisors are responsible for determining whether legal review is required. If both the originator and Leadership Council member have concerns with the Contract, they should consult with a Vice President. Where necessary, the review should be completed prior to contract routing. A Vice President will require legal review on a contract if they feel it is warranted but has not yet been done.

a) A flowchart to assist with the legal assessment can be found in the Contract Routing Guidelines.

4.2 Granting of Indemnities – Under legislation, the College may only grant indemnities after approval from UCIPP is obtained in compliance with regulations under the *Financial Administration Act*. The College shall obtain a Certificate of Approval as required for all new OC-initiated Contracts or third-party Contracts.

Liability Insurance

4.3 The College has a variety of insurance coverage under the University, College, and Institute Protection Plan (UCIPP), provided under the Minister of Finance. Any Contract or Agreement regarding the College's primary liability insurance coverage requires a Certificate of Approval. For third party general liability insurance, the College requires a minimum of $2M general liability coverage, although $5M is encouraged. Any contracts that require larger general liability insurance (e.g., construction projects) and are not defined in approved construction contract forms (e.g., CCDC forms), are referred to UCIPP for their direction.

Records Management

4.4 Once a Contract or Agreement has been signed on behalf of the College and the other party of the Contract, the copy is uploaded to Etrieve and approved electronically. When the workflow is completed, this will trigger the process for the review and transfer of the contract to the Contract Registry by the designated contract registry administrator.

Due Diligence

4.5 Prior to signing Contracts or Agreements the originator must undertake appropriate due diligence assessments which include the following:

a) They must have read the Agreement and be assured that the College is able to meet its obligations and commitments within the terms of the Contract or Agreement and that it is likely the other party(ies) can meet its (their) obligations.

b) They must be aware of the financial and other benefits expected to flow to or from the College due to the Agreement.

c) They must be assured that the Contract or Agreement complies with labour legislation, Employee collective agreements, tax laws, privacy obligations, and other legislative and regulatory requirements.

d) They have reviewed intellectual property requirements and are aware of any impacts on Okanagan College business and activities.

e) They must route Contracts or Agreements through the contract routing process, per the Contract Routing Process Guidelines. This process will include the Contract Administrator referring any indemnity or insurance clauses that have not been approved, to UCIPP. Questions regarding the contract routing process should be directed to the Contract Administrator at *contractadmin@okanagan.bc.ca*.

4.6 The Signing Authorities must review the Contracts or Agreements to be aware of the work being completed. They are responsible to review the non-standard sections of the documents and any comments that outline discussions that have taken place.

5. Contracts, Agreements and Commitments

Significant Agreements (Board Approval)

5.1 Notwithstanding any authorizations provided in this policy, only the Board of Governors may authorize and approve the following, by specific resolution:

a) a commitment wherein the liability or expenditure of Okanagan College, in aggregate, is more than $3,000,000. Except in an emergency as defined in the terms section of the policy where the amount would change to more than $10,000,000.

b) a commitment which exposes Okanagan College to an uncertain and potentially significant liability, risk, or impact. Risk and impact assessments can be performed using the following tool:

RISK TOLERANCE MATRIX

PROBABILITY	LOW	MEDIUM	HIGH
HIGH	Seek additional advice and direction from Leadership	May require prompt attention; Consult with Executive	Urgent - Requires immediate President review; Potential Board approval
MEDIUM	Minimal risk - make mitigation efforts	Seek additional advice and direction from Leadership	May require prompt attention; Consult with Executive
LOW	0 Risk - OK to proceed	May be acceptable - make mitigation efforts, consult with Leadership	Seek additional advice and direction from Leadership

← significant risk zone

IMPACT

c) the sale, purchase, acquisition or disposal of buildings or land regardless of the value.

d) agreement to lease land or buildings for a term that does not end on or before the end of the fiscal year in which the College entered into the lease or agreement.

e) a commitment which is precedent setting or involves sensitive issues as determined by the Board or the President.

f) a commitment which, under the *College and Institute Act* requires the approval of the Minister(s) of the Government.

Educational Agreements

5.2 Educational Agreements that contain information, processes, or documentation that will result in a notation on a student's transcript require the Dean from the originating portfolio's signature and the Provost and Vice President Academic. Examples include, but are not limited to, Memos of Understanding, Education Services Agreements, Transfer of Credit documents, and articulation agreements. Once signed these agreements are then routed through the Education Council for information or approval.

Sponsorship Agreements

5.3 Sponsorship agreements must adhere to the Sponsorship policy and go through the Sponsorship Procedures before being signed off following the Signing Authority Policy and these Procedures.

Banking Agreements and Cheques

5.4 Banking documents such as direct deposits, cheques, drafts, money orders and so forth require two Wet Signatures or Secure Digital Signatures from the following Signing Officers:

a) President

b) Provost and Vice President, Academic

c) CFO & Vice President, Corporate Services; or

d) VP, Enrolment & College Relations; or

e) Director, Financial Services.

5.5 Cheques, direct deposits, and Electronic Funds Transfers (EFT's) over $50,000 will be recorded in a log which must be reviewed weekly by the Associate Director, Finance Operations or Director, Financial Services.

Payment Requests

5.6 Expenditures shall be approved as outlined in the Signing and Spending Authorization Matrix (*Appendix A*) or the Major Capital and Construction Matrix (*Appendix B*).

5.7 Expenditures related to services provided to OC shall be supported by a Simple Service Contract (SSC) or a General Service Contract (GSC), except where services are offered by a volunteer or where an external contract template is appropriate.

a) Service contracts on the College's template agreement must be initiated through Contract Routing as noted in the Contract Routing Process Guidelines.

Major Capital and Construction Contracts

5.8 The Signing Authority for buildings, construction and related consulting is the Director, Campus Planning and Facilities Management (CPFM), and the CPFM department as outlined on the Major Capital and Construction Matrix.

5.9 Both the Director and Managers, CPFM have authority to approve change orders to existing projects, as outlined in the Major Capital and Construction Matrix, so long as the change does not result in an increase to the original approved budget.

5.10 The procurement of major capital and construction and related processes shall align with the Procurement Policy and Procedures.

Non-Monetary Contracts or Agreements

5.11 Non-monetary Contracts or Agreements, except those with significant risk or that may have a substantial impact on the College, require one signature from the Dean or Director. Refer to the Risk Tolerance Matrix in section *5.1b)*.

5.12 Contracts or Agreements with significant risk or impact, as determined by the originator, in consultation with a Vice President, legal representation or UCIPP (via the Contract Administrator), shall be signed by the President.

5.13 The required signature(s) can be any of the following:

a) Wet Signature,

b) Secure Digital Signature

5.14 Non-monetary Contracts or Agreements shall be routed as outlined in the Contract Routing Process Guidelines prior to signature.

5.15 The Contract Template Library can be found through Etrieve Contract/Agreement Routing, via the Template Library link on the routing form.

5.16 The Contract Routing Process Guidelines can be found through Etrieve Contract/Agreement Routing, via the Etrieve Contract Routing Process Guidelines link on the routing form.

Employment Agreements

5.17 All employment agreements for continuing or permanent hires require the approval of the Leadership Council member. This authority cannot be permanently delegated.

a) A temporary delegate may be selected for short-term absences (up to three (3) months) and has the authority to approve employment agreements for permanent hires for a vacant, budgeted position during the period of the original approver's absence.

5.18 All employment agreements for term or temporary hires shall be approved based on the Signing and Spending Authorization Matrix, based on the contract value.

Expenditures (Spending)

5.19 To manage the College efficiently and effectively, the President delegates the responsibility and accountability for financial management as detailed in the Signing and Spending Authorization Matrix and the Major Capital and Construction Matrix.

5.20 The Executive Team, Leadership Council members, and Employees who have been delegated signing authority only have authority to expend funds as outlined in the Matrices that are within their approved budget and shall not create or allow a deficit position in their approved budget.

5.21 Spending is granted to individuals based on their position and is limited to specific departments, programs, or accounts, as necessary.

5.22 Approval for purchases and internal College documents can be received through Wet Signature or Electronic Signature, as outlined by various College procedures and processes. This may include, but is not limited to:

a) Journal Entry Transfers
b) Timesheets
c) Requests to Invoice
d) Payment Approval Forms
f) Expense Claims and Kilometer Logs

5.23 The Financial Services department managers, under the direction of the Director, Financial Services, are authorized to make payments that exceed approved spending limits, subject to the following conditions:

a) Payments are limited to general ongoing business expenses that require regular payments or remittances including contractual obligations, payroll remittances, utility, and tax payments, etc.
b) Payments must be made in accordance with the approved budget and in compliance with all applicable laws, regulations, and policies.
c) The Financial Services Department must have appropriate internal controls in place to ensure that the payment is authorized, supported by appropriate documentation, and properly recorded.
d) The Financial Services Department must ensure that the payment is made in a timely manner, considering any applicable payment terms or deadlines.
e) Employees with Spending Authority are responsible for ensuring proper procurement procedures are followed in accordance with the Procurement Policy.

5.24 Nominal expenses incurred on behalf of the President, by a subordinate of the President, are to be approved by the CFO & Vice President, Corporate Services, up to a maximum of $300 per transaction. Nominal expenses incurred on behalf of a Vice President, by a subordinate, can be approved by another Vice President, up to a maximum of $300 per transaction. Expenses for the President above this threshold will be approved by the Board Chair or their delegate. These expenses may include:

a) Meals or refreshments purchased on the President's or Vice President's behalf in accordance with College policies and guidelines for expenses.
b) Meals or refreshments purchased on the President's or Vice President's behalf, where multiple guests are in attendance, and it is more operationally practicable for an employee other than the President or Vice President to make these arrangements, such as an institutional event organized by a College department other than the President's Office.
c) Travel costs for the President or a Vice President that will be invoiced to a third-party organization of which the College participates in the administration of that group, regardless of their value.

5.25 Meal expenses incurred for institutional meetings or events, where a wide-ranging representation of the College and/or community is participating, can be approved by the Leadership Council member, Vice President, or President, even when the approving member participated in the event, so long as the expenses are in accordance with the College policies and guidelines for the expenses and the expense incurred for that individual is comparable to the expense incurred for others.

a) Institutional meetings or events include, but are not limited to:

i) Townhall meetings
ii) College-wide celebrations
iii) Employee Recognition events
iv) Retreats
v) Donor events
vi) Student Awards events

6. Signatures

6.1 All Contracts or Agreements over $500,000 require two signatures. One signature must come from a level above the lowest authorized signatory. The signatures must include:

a) One or two Wet Signature(s), or
b) One or two Secure Digital Signature(s)

6.2 Contracts or Agreements below $500,000 require one signature as outlined in the Signing and Spending Authorization Matrix (Appendix A). The signature must be one of the following:

a) One Wet Signature or
b) One Secure Digital Signature

6.3 The signatures on contracts should be collected in the following order, as outlined by the Signing and Spending Authorization Matrix:

a) College signing authority(ies)
    i) Where two College signatures are required, the lowest ranking signing authority should sign the Contract first.
b) External signature(s)

7. Delegation of Signing and Spending Authority

7.1 Signing and spending authority may be delegated temporarily due to vacation or other leaves of absence (up to three (3) months). Signing and spending authority may be delegated to a position with a similar level within the hierarchy structure, or to one level below the original Signing Authority level. Notification of the delegation of signing and spending authority must be provided to the delegator's supervisor and the Director, Financial Services, in writing, prior to the delegation.

a) The delegated authority must specify the time-period for delegated authority, normally coinciding with the original approver's absence.
b) The authorized dollar limits shall not exceed the normal limits for the original Signing Authority.

7.2 Delegations intended for long-term coverage (defined as greater than three (3) months) or on a permanent basis shall be done on an exception basis, and must be submitted to the CFO & Vice President, Corporate Services for review and approval, prior to submission to Financial Services.

7.3 Anyone in an interim acting position shall have the same signing authority as the one on whose behalf they are acting on. Sub-delegation is not required.

8. Related Acts and Regulations

College and Institute Act
Financial Administration Act

9. Supporting References, Policies, Procedures and Forms

University, College & Institute Protection Program
Contract Routing and Process Guidelines
Hospitality Policy
Kilometer Reimbursement Policy
Procurement Policy and *Procedures*
Signing and Spending Authorization Matrix (Appendix A)
Major Capital and Construction Matrix (Appendix B)
Sponsorship Policy and *Procedures*
Travel Policy and Procedures

History / Revisions

Date	Action
2023-11-15	*New Procedure Approved by OC Executive Team:* Procedures for Signing Authority Policy (SGNPR_2311N_AD/VPC)

Okanagan College Signing Authority Policy

Appendix A
Signing and Spending Authorization Matrix - Contracts, Agreements or Expenditures

Contract / Expenditure Assessment	**Contract, Agreement or Expenditure**							**Non-monetary Contract**	
	Over $3m	Up to $3m	Up to $1m	Up to $150K	Up to $50K	Up to $25K	Up to $10K	Low Risk	High Risk
Board of Governors	✓								
President - College Wide		✓							✓
Provost, Vice Presidents, Associate Vice Presidents			✓						
Dean, Director, Regional Dean, Registrar				✓				✓	
Exempt (M13-M14; P12)*					✓				
Exempt Managers (P10-P11)**						✓			
Exempt (P07-09)***; Department Chairs							✓		
Executive Assistants (A04-A06); Operations & Portfolio Specialist(s)							✓		

Notes:

~ All Contracts must be routed through the College's Contract Routing Process prior to execution.
~ All Contracts exceeding $3M shall be reviewed and approved by the Board of Governors prior to initialization.
~ In the case of an Emergency the President will automatically be granted the ability to make purchases up to $10M without getting Board Approval. See definition of Emergency in the Policy.

*Exempt M13-M14; P12

Associate Deans
Manager, Institutional Research
Manager, Ancillary & Business Services
Associate Directors
Associate Registrars
Manager(s), People Services

** Exempt Managers (P10-P11)

Manager, BCBTAC
Manager, International Recruitment
Manager, IT Infrastructure
Manager, Plant Services and Operations
Manager, Student Services
Manager, Buildings & Sustain. Svcs
Manager, Financial Services
Manager, Indigenous Student Services
Manager, Business Transformation
Manager, IT Information Security
Manager, Occ. Health & Safety
Manager, Procurement & Bus Services
Manager, Trades Finance/Culinary
Manager, Business Services
Manager, Property & Custody Services

***Exempt (P07-09)

Manager, CS Operations
Manager, Campus Life and Admin
Manager, Enrolment Services
Manager, OHS Operations and Training
Manager, Trades Finance
Executive Chef
Marketing Recruitment Specialist
Administrator(s)
Advisor(s)
Manager, Campus Operations
Manager, Community Relations & Admin
Manager, Executive Office
Manager, Security & Crisis Management
Manager, Trades Programs
Business Partner(s), People Services
Development Officer(s)
Coordinator(s)
Occupational Health & Safety Lead

Appendix B
Signing and Spending Authorization Matrix - Major Capital Projects and Construction

Contract / Expenditure Assessment	**Contract, Agreement or Expenditure**													
	Over $3M		Up to $3M		Up to $5M		Up to $2M		Up to $750K		Up to $500K		Up to $50K	
	Contract	Spend	Contract	Spend	Contract	Spend	Contract	Spend	Contract	Spend	Contract	Spend	Contract	Spend
Board of Governors	✓	✓												
President - College Wide			✓	✓										
Provost, Vice Presidents					✓	✓								
Associate Vice Presidents, CIO, Executive Directors							✓	✓						
Director, Facilities and Campus Planning								✓	✓		✓☸			
Director, Financial Services								✓						
Manager(s), Facilities & Campus Planning													☸	

Notes:

~ In the case of an Emergency the President will automatically be granted the ability to make purchases up to $10M without getting Board Approval. See policy definition of Emergency.

~ All contracts exceeding $3M shall be reviewed and approved by the Board of Governors prior to initialization.

~ All contracts exceeding $500K require 2 signatures, including one-up from the lowest approved signing authority.

~ Contracts approved by the Board of Governors are executed by the CFO & VP, Corporate Services.

~ All amendments to contracts over $3M will be reported by the CFO & VP, Corporate Services to the Board of Governors, as appropriate.

☸ Director or Manager(s), Campus Planning & Facilities Management have signing authority over change orders to existing construction and architect contracts, where there is no impact to the project budget, in order to prevent costly delays on projects.