

## Can You Sign University Contracts?

For almost everyone on this campus, the answer is no. This is true because the University of Alabama is incorporated by statute and contracts through its Board of Trustees (the “Board”). The Board has delegated its authority to contract on behalf of the University to various officials at each of the three campuses. This delegation is accomplished through the Board’s periodic approval of resolutions that list by name, not merely by office, all of the individuals who are authorized to sign contracts on its behalf at each campus.

If an official’s name is not listed in the current resolution, he/she does not have the authority to sign contracts on the Board’s behalf. With a few exceptions, the Board has limited the delegation of contract signature authority at this campus to the president and vice presidents. Each delegation contained in the Board’s resolution specifies the name of the individual concerned and the types of contracts which he/she may sign.

An individual who signs a contract purportedly on behalf of the University is guaranteeing to the other party that he/she has the authority to do so. If that authority does not exist, the individual can be held personally liable for the contract unless a University official with appropriate authority subsequently ratifies the contract. The individual also could be subjected to disciplinary action for failure to comply with institutional policies regarding the processing of contracts for signature. Policy at this campus requires all contracts be reviewed and approved by the Office of Counsel prior to their being signed.

Leases, software licenses, software and equipment maintenance agreements, non-disclosure agreements, agreements with other educational institutions, and agreements with federal and state agencies are all contractual in nature. If the University is named as a party to any such document, only an individual authorized by resolution of the Board of Trustees may sign the document for the University.