

REVIEWING AND APPROVING/SIGNING DOCUMENTS POLICY

Approved by Administrative Council 3/15/21

Effective date 4/01/21

Document Background Responsibilities and Requirements:

All documents such as, but not limited to, contracts, agreements and grants with third parties that obligate the university or any of its units. This policy is not intended to apply to any Roseman University subsidiary or independent division, such as Cure4TheKids.

Some documents require University attorney review. Roseman University has attorneys in Utah and Nevada that represent the University. When in doubt, if a document (agreement/contract) requires a referral to an attorney, please check with your Unit Head.

- All documents originating from a unit must be handled through the overall Unit Head or their designee (example Directors of Financial Aid, Library, Registrar, Student Services Deans and Vice Presidents).
- All documents originating from a College/Program must be handled by the Dean or Dean's designee.
- All non-financial documents, originating from any unit, requiring financial obligations, must be reviewed by Vice President for Business and Finance, except if approved in the budget.
- Research and Grant documents, regardless of unit, must be handled through the Vice President for Research or designee. One (1) of the signatures must be the Vice President for Research (or supervisor, if not available), except if it is a government document which requires otherwise. IRB documents must follow IRB guidelines.
- Documents regarding Gifts/Philanthropy must involve the Vice President for Philanthropy.
- Documents that involve commitments from two (2) or more campuses must be signed by the President or President's designee and any other appropriate Administrator/Supervisor, such as President and Director of Library Services.
- Financial documents, such as bank and bond documents and checks can only be signed by pre-approved official University signers. These documents require multiple signers and are handled ONLY by the Vice President for Business and Finance.
- All employment related documents, including Independent Contractor agreements, must be handled through the Office of Human Resources and signed by the Unit Head, Director of Human Resources and the Vice President for Business and Finance. In many cases, the Vice President/Chancellor, and the President will also sign.
- All government documents must be signed only by those in the position(s) required to sign the document, e.g. Director of Financial Aid. Therefore, if only one (1) signature is required, a second signature will not be needed. However, the supervisor must be informed of the document for an opportunity to review prior to signing.
- All real estate documents including but not limited to leases and purchase agreements must be reviewed by the Vice President for Operations and appropriate third party attorneys, when needed. All real estate documents require two signatures including the

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University President and other designees including the Vice President for Operations or the Vice President for Business and Finance.

- One signature is acceptable for standard pre-approved template Vendor Services Agreements that Facilities uses that has been approved by Roseman’s third party legal counsel. These agreements have a 30-day termination clause “for any reason or no reason at all”. One signature is also acceptable when using a third party vendor services agreement with a term of one year or less when budgets have already been approved for the payment of expenses for these contracts.
- As a general rule, all other documents require at a minimum two (2) signatures. The exceptions are documents initiated and handled by the President. Those approved by the President for one (1) signature. Government documents requiring only one (1) signature. Where two (2) signatures are required, one (1) of the two (2) required signatures must include a Vice President or Chancellor or higher.
- Most agreements will include a notice section. It identifies who will receive notice for example in case of a breach of contract, early termination or non-renewal. Notices to Roseman must include two (2) Roseman employees . The two (2) individuals receiving notice can be from the same unit or one (1) from a different unit. One (1) of those two (2) individuals must be at the level of Dean, overall unit Director or higher. This will help ensure that at least one (1) person will be available to receive or address the notice.
- When a section of a document has implication for another unit, college or program, then that content must be approved by the Administrator/Supervisor or designee of the affected unit, college or program. Although the affected unit, college or program does not need to sign the document, the parties should document the approval, such as an email between them. For example, if an agreement mentions liability insurance standards or limits or risk management requirements, those section(s) must be reviewed and approved by the Vice President for Operations, or designee.

Therefore, when document implicates any of the following areas of responsibility listed below, these administrators/supervisors or their designee are responsible for approving the affected section/content of that document:

<u>Area of Responsibility</u>	<u>Appropriate Administrator/Supervisor or their designee</u>
Academic Programs	Deans (including MBA Director)
Business and Finance, <i>includes financial obligations not formally approved in a budget.</i>	Vice President for Business and Finance
Employment contracts, including independent contractors.	Director of Human Resources
Facilities	Vice President for Operations
Financial Aid	Director of Financial Aid
Information Technology	Vice President for Technology Services
Insurance or Risk Management	Vice President for Operations
Library	Director of Library Services
Marketing/Promotion	Vice President for Strategic Implementation
Philanthropy/Gifts	Vice President for Philanthropy
Public Relations/External Media	Vice President for Public Relations and Communications

Research and Grants
Student Services, includes international students, compliance with law involving student with disabilities, student health insurance, Title IX and Commission on Post-Secondary.

University Academic Records and Transcripts
University Accreditation

Vice President for Research
Vice President for Student Services

Registrar
Vice President for Institutional Research & Effectiveness

Document Review and Approval Best Practices:

- Prior to signing any document, the Unit Head (Director or above) should read the document to better understand and ensure the essence of the purpose of the document is captured.
- Do not rely on just what you've been told that the document contains. When in doubt, seek guidance from your supervisor.
- A minimum of two (2) people should review the whole document before it is signed. The two (2) reviewers can be from the same unit, or one (1) inside and one (1) outside the unit, for example, a College Assistant Dean and its Compliance Officer, Director of Library Services or designee and a Chancellor, Dean and Vice President for Research or their designee.
- Supervisors or designee can handle document negotiations in their unit(s), but the supervisors should provide guidance to the designee about the best practices for that role.
- When a designee is in doubt of their role or about the negotiations, they should seek guidance from the Supervisor.
- Verify that suggested and/or requested changes to a document were made prior to signing the document. Do not assume that the suggested and/or requested changes were made. Once the document is signed by all parties, then all parties (and Roseman) are obligated to their responsibilities, except if agreed otherwise in writing.
- Do not assume that because an issue or concern is highly unlikely in such an agreement that it will not happen. Therefore, resolve the concerns before signing the agreement. Do not agree to a concern or an issue in the agreement just because it is unlikely to happen.
- Making a unit check list as part of the review may be helpful. Before approving a document, the reviewer should check for key elements including, but not limited to the following;
 - a) Official name and address of the parties/business entities who are part of the agreement;
 - b) Terms/Conditions/Scope of Work;
 - c) Duration;
 - d) Termination, (how to end the contract before the end of the agreement);
 - e) Applicable law and the venue to settle disputes, (always negotiate for Nevada or Utah, except Clinical Affiliation Agreements, outside of Nevada and Utah);
 - f) Obligations of the Unit or College;
 - g) University obligations to assure compliance by the unit, e.g. insurance requirement; and
 - h) Obligations of the entity you have the agreement with.

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Share completed signed agreement/contract with signers. Place the signed copy in a shared drive for easy access. Each unit is to designate a person(s) responsible to place the signed contract in a shared drive.