



## **ADMINISTRATIVE PROCEDURES MEMORANDUM**

### **#: APB011 Signing Authority**

**DATE OF ISSUE:** November 29, 2001  
*Revised:* August 2002, July 2006, July 2009

**MEMO TO:** Principals; Vice Principals; Planning and Priorities

**FROM:** Director of Education

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#### **PURPOSE**

To outline who in the organization has signing authority and the power to bind the board to contracts with third parties.

#### **REFERENCES**

Board of Trustees Policy IV 009: Asset Protection

#### **POLICY STATEMENT**

The CEO shall not allow assets to be unprotected, inadequately maintained nor unnecessarily risked.

Further, without limiting the scope for the foregoing, the CEO shall not:

- (4) Unnecessarily expose the organization, its Board or staff to claims of liability or loss.
  
- (6) Receive, process or disburse funds under controls which are insufficient to meet the Board-appointed auditor's standards.

#### **COMMENTS AND GUIDELINES**

1. The General Board Operational and Procedural By-law, provides for the signing authorities as follows:

All deeds, conveyances, mortgages, bonds, debentures, agreements, documents, contracts approved by the Board shall be sealed with the seal of the Board and signed:

**By one of:**

\*The Director of Education or the Acting Director of Education (appointed when the absence of the Director of Education exceeds 30 business days);

**Together with one of:**

\*The Superintendent of Business and Finance/Treasurer of the Board;  
\*Chair of the Board;  
\*Vice-Chair of the Board.

2. The same section states:  
Documents covering matters not required to be executed under the corporate seal of the Board, may be signed by the Secretary of the Board.
3. There are situations where staff are approached or engaged in negotiations with vendors or individuals who may assume that staff have the authority to “bind the Board” by virtue of their signature on a document of understanding or contract. The Board of Trustees by-law clearly outlines who has the authority to bind the Board. In this regard, vendors or individuals should know as part of the negotiation stage that staff members do not have the authority to bind the Board and thus will not be signing documents that have the effect of binding the Board. All contracts binding the Board to financial and other liabilities must be forwarded to the appropriate supervisory officer who will review the draft contract/letter of understanding and, if in the judgment of the appropriate supervisory officer, the document should be signed, it will be forwarded to the Director of Education/Secretary – with the appropriate recommendation - for the Director of Education’s approval and determination of the level of signatories required.
4. Staff are requested to review the purchasing thresholds outlined in Executive Limitation IV 009, “Asset Protection”.
5. The Manager of Purchasing, acting on behalf of or in consultation with Department Managers, shall authorize the issuance of requests for quotation for pricing, bid documents and contractual commitments in accordance with APO006 “Purchasing Procedures”. The Manager of Purchasing is delegated signing authority for contract amounts up to \$50,000.00.