

Procedure Name:	CONTRACT AGREEMENTS PROCEDURE
Approved By:	President's Council
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Procedure Holder:	VP, Corporate Services
Operational Lead:	Director, Finance
Procedure Number:	FIN-004P



CONTRACT AGREEMENTS PROCEDURE

1.00 PURPOSE

- 1.1 This procedure defines the types of contract agreements that could be entered into by CMTN and the duties and responsibilities associated with each.

2.00 DEFINITIONS

- 2.1 **Significant Agreements:** Agreements that may pose extraordinary risks or have a substantial impact on Coast Mountain College (CMTN). Examples of significant agreements are listed in Section 5.2.

3.00 DELEGATION OF AUTHORITY

- 3.1 Under Section 36 of the *College and Institute Act*, (RSBC 1996, c52), the Board of Governors has the authority to appoint a President & CEO to exercise the authorities specified by the Board.
- 3.2 The President & CEO may, without the prior approval of the Board, execute contractual commitments of up to one million dollars. This delegation may be changed at the discretion of the Board, and this policy will be amended to reflect any such change.

4.00 DUTIES AND RESPONSIBILITIES

- 4.1 **Legal Advice:** Staff wishing to seek legal advice relating to contracts require the approval of the Vice President, Finance, and Administration. The Office of the Vice President, Finance, and Administration, will contact CMTN's legal advisors to get legal advice as required.
- 4.2 **Contract Registry:** The originals of all executed contract documents are retained by the Office of the Vice President, Finance, and Administration, and electronically inventoried in the Contract Registry.
- 4.3 **Contract Signing Authorities:** Employees authorized to sign contractual commitments may delegate their signing authority, in their absence and for a specified period of time, to responsible nominees subject to the following restrictions:
- a) The delegated authority must be formally documented by email or in written form.

- b) The authorized dollar limits must not exceed the normal limits set for the original signing officers.
- 4.4 **Contract Initiator:** The contract initiator is responsible for full review of the contract for content and presentation (including grammar, spelling, layout, etc.). Any revisions to the contract must be made by the contract initiator prior to the contract being forwarded to the authorized signatories for approval.
- 4.5 **Signing Authorities:** All revenue and expenditure contracts and non-monetary contracts are to be approved as outlined in the following tables:

REVENUE* AND EXPENDITURE CONTRACTS		
Dollar Amount	Primary Signatory	Secondary Signatory
Over \$1,000,000	Board Chair**	President & CEO
Up to \$1,000,000	VP Finance and Administration	President & CEO
Up to \$200,000	Portfolio VP	VP or President & CEO
Up to \$50,000	Initiating Manager	Portfolio VP
Up to \$25,000	Initiating Manager	Portfolio VP***

* Revenue contracts over \$50,000 require 50% of total amount due in advance.

** The Board of Governors must approve all contracts over \$1,000,000. Upon written approval by the Board of Governors, the President & CEO may sign the contractual document.

*** Contracts under \$25,000 do not require approval by the portfolio VP if they contain CMTN standard terms and conditions with no modifications or additions.

NON-MONETARY CONTRACTS		
Type of Agreement	Primary Signatory	Secondary Signatory
Non-Disclosure Agreements	Portfolio VP	President & CEO
Affiliation Agreements	Portfolio VP	VP or President & CEO
Memoranda of Understanding (MOUs)*	Initiating Manager	Portfolio VP
Letters of Intent*	Initiating Manager	Portfolio VP
Articulation Agreements	Initiating Dean	Portfolio VP
Educational Partnerships	Initiating Dean	Portfolio VP
Sponsorship Agreements (non-monetary)	Initiating Manager	Portfolio VP
Significant Agreements**	VP Finance and Admin.	President & CEO

* Excluding Collective Agreements

** Significant agreements are agreements that may pose extraordinary risks or have a substantial impact on CMTN (for example, acquisition or disposal of real property or other substantial assets).

5.00 SIGNIFICANT AGREEMENTS

- 5.1 Significant agreements may pose extraordinary risks or have a substantial impact on CMTN.
- 5.2 Examples of significant agreements include:
 - a) Agreements for the acquisition or disposal of real property or other substantial assets of CMTN.
 - b) Agreements for the licensing, sale, or other disposition of CMTN technology or intellectual property.
 - c) Agency agreements for activities in other countries. Such activities can have an impact not only on CMTN but also on the BC or Canadian governments due to legislative requirements and political sensitivities.
 - d) Agreements that have statutory, regulatory, certification, or export control implications.
 - e) Agreements or arrangements that can in any way be interpreted as limiting competition or restraining trade, according to competition legislation:
 - i. [Canadian Free Trade Agreement](#) (CFTA)
 - ii. [North American Free Trade Agreement](#) (NAFTA)
 - iii. [General Agreement on Tariffs and Trade](#) (GATT)
 - f) Agreements that by their nature require review by specialized groups such as Tax, Finance, Risk Management, Insurance, or Industrial Relations.
 - g) Agreements where CMTN is entering into a joint venture, partnership, or similar legal relationship with another institution or private company, particularly if the other entity is outside Canada.
- 5.3 The list reflects some areas of particular concern that call for diligence by everyone within CMTN involved with the transaction.
 - a) Before CMTN enters into any significant agreement, there must be appropriate documented review and approval of the proposed transaction, including reference to CMTN external legal counsel whenever applicable.
- 5.4 Compliance with these guidelines requires prudent professional judgment in the context of risk management obligations.
 - a) The dollar value of a contract is not necessarily an accurate measure of the risk associated with it.

6.00 RELATED POLICIES, PROCEDURES, AND SUPPORTING DOCUMENTS

- 6.1 [FIN-004, Contract Agreements Policy](#)

7.00 OTHER SUPPORTING DOCUMENTS

- 7.1 [College and Institutes Act \(RSBC 1996\) Chapter 52](#)

- 7.2 [Canadian Free Trade Agreement](#) (CFTA)
- 7.3 [North American Free Trade Agreement](#) (NAFTA)
- 7.4 [General Agreement on Tariffs and Trade](#) (GATT)

8.00 HISTORY

Created/Revised/ Reviewed	Date	Author's Name and Role	Approved By
Created	May 1, 2015		President's Council