

**The College of New Jersey Board of Trustees Resolution Delegating Authority to the President and Other College Officers**

WHEREAS: Pursuant to Chapter 64 of Title 18A of the New Jersey Statutes, the Board of Trustees (“Board”) of The College of New Jersey (the “College”) has the power and duty to supervise and oversee the conduct of the College; and

WHEREAS: N.J.S.A. 18A:64-6 establishes the express powers and duties of the Board; and

WHEREAS: In accordance with N.J.S.A. 18A:64-6(m), the Board has adopted bylaws that serve to fulfill its mission and the statewide goals in cooperation with other institutions and the state coordinating structures; and

WHEREAS: Pursuant to N.J.S.A.18A:64-8 the President of the College “shall have such powers as shall be requisite, for the executive management and conduct of the college in all departments, branches and divisions, and for the execution and enforcement of the bylaws, rules, regulations and orders governing the management, conduct and administration of the college”; and

WHEREAS: By resolution dated February 12, 1987 (the “1987 Delegation”), the Board determined the administrative structure of The College of New Jersey shall be such as to endow the President of the College and the President’s designees with the authority to prepare public advertising for the solicitation of bids and bidding, to receive bids and bidding and to award purchases, contracts and/or agreements for the performance of any work or the furnishings of any materials or supplies or related thereto, on behalf of this Board; and

WHEREAS: Pursuant to the “1987 Delegation”, the Board delegated authority to the President of the College and the President’s designees to prepare public advertising for the solicitation of bids and bidding, to receive bids and bidding and to award purchases, contracts and/or agreements for the performance of any work or the furnishings of any materials or supplies related thereto; to make, negotiate, enter into and/or award any purchases, contract or agreement; and to prepare the appropriate resolution for approval by this Board to award such contracts or agreements; to prepare, develop and/or draw all plans and specifications for the erection, alteration, improvement or repair of college buildings; and to dispose of personal property not needed for College purposes all pursuant to N.J.S.A. 18A: 64-52 *et seq.* (the “State College Contracts Law”); and

WHEREAS: Since the time of the 1987 Delegation, the powers and duties of the Board have been expanded, notably by the Higher Education Restructuring Act of 1994, *P.L.1994, c.48*; and

WHEREAS: Since the time of the 1987 Delegation, the State College Contracts Law has been amended, notably with the amendment or addition of 18A:64-79, regarding contracts exceeding 36 consecutive months, and 18A:64-85, which authorizes the College to enter into a public-private partnership agreement for certain building and facilities projects; and

WHEREAS: The Board wishes to ratify, clarify and expand upon the 1987 Delegation, consistent with current applicable law.

NOW,  
THEREFORE,  
BE IT  
RESOLVED  
THAT: The Board of Trustees of The College of New Jersey hereby delegates its statutory authority to invest and reinvest funds of the institution, retain legal counsel of the institution's choosing, accept grants or contributions of money or property, and make, negotiate, enter into and/or award contracts or agreements, or do such other acts related to such contracts or agreements in the manner described in the document entitled "Board of Trustees Delegation of Authority" attached hereto as "Attachment 1" and incorporated herein by reference.

## BOARD OF TRUSTEES DELEGATION OF AUTHORITY

The Board of Trustees of The College of New Jersey hereby delegates its statutory authority to invest and reinvest funds of the institution, retain legal counsel of the institution's choosing, accept grants or contributions of money or property, and make, negotiate, enter into and/or award contracts or agreements, or do such other acts related to such contracts or agreements in the manner described below.

1. To the President: Requisite executive and administrative power is vested in the President by *N.J.S.A. 18A:64-8* for the management and conduct of the college in all departments, branches and divisions, and for the execution and enforcement of the bylaws, rules, regulations and orders governing the management, conduct and administration of the College. Inherent within this power is the authority to sign contracts binding the College, and to delegate and permit the further delegation of such authority not otherwise retained by the Board of Trustees or other State administrative agencies or officials.

Without limiting such powers of the President, the Board hereby expressly delegates the following powers to the President or his/her designee:

- a. The authority to accept from any government or governmental department, agency, or other public or private body or from any other source grants or contributions of money or property on behalf of the college;
- b. The authority to make, negotiate, enter into and/or award without public advertising for bids or bidding any and all contracts or agreements not relating to the performance of any work or the furnishing or hiring of materials or supplies;
- c. The authority to dispose of personal property not needed for College purposes pursuant to Subdivision I of the State College Contracts Law, *N.J.S.A. 18A:64-78*; and
- d. The authority to enter into a public-private partnership agreement for certain building and facilities projects approved by the Board in accordance with *N.J.S.A. 18A:64-85*.

The above powers may be further sub-delegated by the President, in his/her discretion, to appropriate officers of the College having responsibility for the respective areas to which the powers relate.

The Board also hereby ratifies and reaffirms its prior delegation of authority to the President set forth in current Board of Trustees Policies, including, without limitation, the *Governance Document, Promotion and Reappointment Document* and *Settlement of Litigation, Claims and Separation Agreement Policy*.

2. To the Contracting Agent: For purposes of the “State College Contracts Law,” *N.J.S.A.* 18A:64-52, *et seq.*, the Board hereby designates the Treasurer or, in the Treasurer’s absence, the Treasurer’s deputy in charge, as the College’s Contracting Agent.

The Contracting Agent is authorized to perform the following, consistent with applicable purchasing and contracting policies and procedures of the College:

- a. Make, negotiate, enter into and/or award without public advertising for bids or bidding any purchase, contract or agreement for the performance of any work or the furnishing or hiring of materials or supplies pursuant to Section 3 of Subdivision B of the State College Contracts Law, *N.J.S.A.* 18A:64-54; and
- b. Make, negotiate, enter into and/or award after public advertising for bids and bidding any purchase, contract or agreement for the performance of any work or the furnishing or hiring of materials or supplies pursuant to Section 4 of Subdivision B of the State College Contracts Law, *N.J.S.A.* 18A:64-55; and
- c. Make, negotiate, enter into and/or award without public advertising for bids or bidding any purchase, contract or agreement for the performance of any work or the furnishing or hiring of materials or supplies pursuant to Section 5 of Subdivision B of the State College Contracts Law, *N.J.S.A.* 18A:64-56 and to prepare the appropriate resolution for approval by this Board to award such contracts or agreements; and
- d. Make, negotiate, enter into and/or award, without public advertising for bids or bidding, any purchase, contract or agreement when an emergency affecting the health, safety or welfare of occupants of college property requires the immediate delivery of the materials or supplies or the performance of work in accordance with Section 6 of Subdivision B of the State College Contracts Law, *N.J.S.A.* 18A:64-57; provided that the Board is presented with a report of any such purchase, contract or agreement at the next regularly scheduled Board meeting; and
- e. Make, negotiate, enter into and/or award any purchase, contract or agreement for materials; supplies or equipment pursuant to a contract or contracts entered into on behalf of the State of New Jersey pursuant to Section 9 of Subdivision B of the State College Contracts Law, *N.J.S.A.* 18A:64-60; and

- f. Prepare public advertising for the solicitation of bids and bidding, to receive bids and bidding and to award purchases, contracts and/or agreements for the performance of any work or the furnishings of any materials or supplies related thereto; and
  - g. Evaluate and make a final determination regarding any protest of the award or denial of a contract, bid, or proposal.
3. To the Vice President for Administration: In accordance with Subdivision H of the State College Contracts Law, *N.J.S.A.* 18A:64-75, the Board hereby delegates to the Vice President of Administration, or any other officer having administrative responsibility for the management of College facilities, grounds, and campus safety, the authority to oversee, prepare, develop and/or draw all plans and specifications for the erection, alteration, improvement or repair of College buildings.
- a. The above powers may be further sub-delegated by the Vice President of Administration to the Director of Campus Planning or Director of Construction, or such other positions having administrative responsibility for the erection, alteration, improvement, or repair of College buildings; and
  - b. The Board hereby ratifies and reaffirms any prior delegations of authority to the Vice President for Administration set forth in Board of Trustees Policies, including without limitation, the *Change Order Protocol*.
4. To the Treasurer: The Board hereby delegates to the Treasurer, or any other officer having responsibility for the financial affairs and planning of the College:
- a. The authority to invest and reinvest funds of the College pursuant to *N.J.S.A.* 18A:3B-6(g); and
  - b. The authority to prepare and certify financial statements of the institution in accordance with *N.J.S.A.* 18A:3B-6(k);
  - c. The above powers are in addition to any powers that may have been delegated to the Treasurer acting within the capacity of the Contracting Agent; and
  - d. The Board hereby ratifies and reaffirms any prior delegations of authority to the Treasurer set forth in Board of Trustees Policies.

5. To the General Counsel: The Board hereby delegates to the General Counsel, or any other position with the responsibility for providing legal counsel and managing the legal affairs of the College:
  - a. The authority to retain legal counsel of the institution's choosing in accordance with *N.J.S.A. 18A:3B-6(h)*; and
  - b. The Board hereby ratifies and reaffirms any prior delegation of authority to the General Counsel set forth in set forth in Board of Trustees Policies, including, without limitation, the *Settlement of Litigation, Claims and Separation Agreement Policy* and *Policy Framework*.

The above delegations of authority are made subject to the required approval and signature authorizations as set forth in "Schedule A."

## REQUIRED APPROVAL AND SIGNATURE AUTHORIZATIONS

<u>Contract/Purchase Amount</u>	<u>Required Approval</u>	<u>Required Signatures</u>
Greater than the statutory amount determined by <i>N.J.S.A. 18A:64-54</i> , but not more than \$100,000	CA	CA
Greater than \$100,000, but not more than \$2,000,000	Both CA and RO	Both CA and RO
Contracts Greater than \$2,000,000, but not more than \$10,000,000	CA, RO and President	Both CA and RO
Non-construction contracts Greater than \$10,000,000	CA, RO, President and Chair of Finance & Investments Committee	Both CA and President
Construction contracts Greater than \$10,000,000,	CA, RO, President and Chair of Buildings & Grounds Committee	Both CA and President

CA = Contracting Agent

RO = "Responsible Officer" is the cognizant Vice President