

Board Bylaws Amendment
Section 9(c) - Contract Approval Process

RECOMMENDATION

It is recommended that the Board of Trustee approve updates to the Board Bylaws section 9 by adding a new subsection (c) related to the approval of the execution of high value capital construction contracts.

BACKGROUND

At their Finance & Audit Committee meeting on May 9, 2025, the Board discussed their role in the approval of contracts for large capital construction projects. This change to the Board of Trustees Bylaws would codify the requirement that the President and/or their designee seek Board approval prior to executing any contract for Capital Construction where the actual or anticipated value is more than \$25 million.



Responsible Staff

5/28/2025

Date



President

5/29/25

Date

Board Action

Date

**BYLAWS of the Board of Trustees
University of Northern Colorado**

9. **Contracts, Instruments, etc.** Subject to the exceptions below, the President of the University is authorized to approve and execute all contracts, instruments, leases, vouchers, warrants, certificates, or other official papers, undertaken or presented in the name of the Board, the University, or any unit or agency thereof, to the extent they are authorized by the Board, or are necessary and appropriate to the normal operation of the University and within budgeted expenditures. The President may delegate in writing, so much of said authority to administrators of the University as they deem warranted, provided such delegation is limited to such of the above items as are necessary and appropriate to the normal operation of, and within budgeted expenditures for, the administrative unit of the delegate, and provided further that the delegation of authority to approve contracts, leases, or instruments shall be limited to those which are in a form approved in advance by the State Attorney General, the University, or in the form of purchase orders authorized by the Fiscal Rules of the State of Colorado. The authority of the President may provisionally be delegated, in whole or in part, to the person authorized to act on behalf of the President during their absence or incapacity.

The President is not authorized to approve and execute without express prior approval of the Board any documents that:

- A. Acquire, dispose of, or hypothecate interests in real property held by the Board of Trustees or any of its predecessors for the use or benefit of the University or any of its predecessors other than the acquisition of an interest less than fee simple for less than one fiscal year or the acquisition of residential property in an amount less than \$200,000;
- B. Involve the expenditure of \$300,000 or more for a purpose not previously authorized by the Board in its approval of the University's annual budget;
- C. Involve the execution of any single contract with an actual or anticipated total contract value of more than \$25,000,000 for a Capital Construction project, as defined by C.R.S. 24-30-1301(2) et seq.;
- ~~C~~.D. Involve personnel matters reserved to the Board under Section 9 of these Bylaws;

- ~~D.E.~~ Involve the settlement of lawsuits or other civil claims pending against the Board, the University, or any officers, employees, or agents of the Board in their official capacities requiring an expenditure of more than \$200,000. The President shall report all such settlements to the Board.
- ~~E.F.~~ Commit to expenditures or other financial obligations beyond one fiscal year.

Correspondence and other documents requiring execution by the Board shall be answered by the Chairperson or the Secretary.