Signatory Authority Reference for Faculty

- **Policy FN11 CONTRACTS AND LEASES** and Guideline FNG02 LIMITED DELEGATION OF CONTRACT APPROVALS identify a select few Penn State officials with signatory authority to bind Penn State in legal agreements.

- Members of the faculty and staff **DO NOT** have signatory authority for Penn State or any of its colleges, departments or other units, including the Milton S. Hershey Medical Center.

- Members of the faculty and staff do not have the authority to legally bind Penn State in agreements with companies, sponsors or other universities. This includes Confidentiality Agreements, Non-Disclosure Agreements, Material Transfer Agreements, Visiting Scientist Agreements, non-Penn State intellectual property agreements, Collaboration Agreements, Research Agreements, License Agreements and so on. Whenever faculty members receive these types of agreements, they should forward them as appropriate to either their college research office, Office of Sponsored Programs, Industrial Research Office, Intellectual Property Office, College of Medicine Office of Research Affairs or College of Medicine Office of Technology Development.

- If a faculty member signs a legal agreement on behalf of Penn State, the agreement is not legally binding on Penn State and may expose the faculty member to personal legal risk.

- Some agreements include signature blocks for faculty members to acknowledge that they are familiar with the terms and conditions of the agreement. These signature blocks are for acknowledgement purposes only and do not legally bind Penn State.

- Faculty members who have a question as to the nature or impact of an agreement proposed by a corporation or other institution should seek assistance or clarification from their administrative unit.

- Faculty members do have the authority to enter into legal agreements regarding personal non-Penn State activities. Typical agreements of this type include consulting agreements and publishing agreements. Penn State is not a party to these agreements. **Guideline RAG15 FACULTY CONSULTING AGREEMENTS** summarizes Penn State’s policies and procedures relating to faculty consulting activities.

- Faculty members should carefully consider whether it is advisable to enter into any legal agreement as individuals. Since Penn State is not a party to these private legal agreements, Penn State does not have an obligation to review such agreements for any personal, financial or liability risk to the faculty member. However, faculty members are urged to seek their own legal review of such agreements and to disclose them to their administrative unit in order to ensure that any conflict of interest issues have been addressed.

*This information is a summary of existing Penn State policy created by the Intellectual Property Office in 2010*