

SUBJECT:	FINANCE DEPARTMENT		
POLICY TITLE:	SIGNING AUTHORIZATION AND DELEGATION OF AUTHORITY		
RESPONSIBLE PARTY:	CHIEF EXECUTIVE OFFICER		
POLICY #:	FN 905	EFFECTIVE DATE:	08/12
# OF PAGES:	12	REVISION/APPROVAL DATE:	04/18
APPROVED BY:	DENISE ENSDORFF, PRESIDENT & CEO		

APPLICABLE LAWS, REGULATIONS AND/OR STANDARDS:

Federal Laws:

N/A

State Laws:

[A.R.S. § 10-3801. Requirement for and duties of Board](#)

[A.R.S. § 10-3803. Number of Directors](#)

[A.R.S. § 10-3820. Regular and special meetings](#)

[A.R.S. § 10-3825. Committees of the Board](#)

[A.R.S. § 10-3830. General standards for Directors](#)

[A.R.S. § 10-2230. Directors and Officers](#)

Regulations:

A.A.C. R6-5-7424. Governing Body

COA Standards:

[GOV Introduction: Governance](#)

[GOV 2: Governing Body and Community Representation](#)

[GOV 4: Community Involvement and Advocacy](#)

[GOV 5: Organization of the Governing Body](#)

[GOV 6: Governance Responsibilities](#)

[GOV 8: Executive Director](#)

POLICY:

Objective

The objective of this Signing Authorization and Delegation of Authority policy (the “Policy”) is to establish clear guidelines of good business practices to enable Senior Management to structure and manage their responsibilities in an effective and efficient manner. These guidelines include:

- Accountabilities for signing authorities.
- Signing authorization limits as outlined in AzCA’s Senior Management Signing Authorization document (see **Appendix A**).
- The circumstances and processes for the approval of certain matters and assignment and delegation of certain responsibilities.

SUBJECT:	FINANCE DEPARTMENT		
POLICY TITLE:	SIGNING AUTHORIZATION AND DELEGATION OF AUTHORITY		
RESPONSIBLE PARTY:	CHIEF EXECUTIVE OFFICER		
POLICY #:	FN 905	EFFECTIVE DATE:	08/12
# OF PAGES:	12	REVISION/APPROVAL DATE:	04/18
APPROVED BY:	DENISE ENSDORFF, PRESIDENT & CEO		

Scope and Responsibilities

This Policy applies to all aspects of AzCA, including all divisions, programs and corporate services, unless otherwise specified herein. The affairs of AzCA are managed by the Executive Committee, the Finance Committee and Senior Executives, under the supervision of the Board of Directors and committees thereof.

This Policy applies to items that occur in the normal course of operations. It also applies to certain major decisions involving, among other things, third party financing arrangements, mergers and acquisitions, disposals of assets or businesses, joint ventures and cessation of divisions that are not considered to occur in the normal course of business and require special approval by the Board of Directors and, in some cases, additional persons or committees.

It is the responsibility of the Finance Committee to:

- Review the Policy and approve any proposed changes on an annual basis or more frequently as needed to ensure continued appropriateness and relevance.
It is the responsibility of the CFO to:
- Propose modifications of the Policy or signing authorities to the Executive Committee as needed to ensure continued appropriateness and relevance.
- Provide guidance to all AzCA employees, management and executives on the application of this Policy.
- Maintain all records pertaining to this Policy including the list and limits and sample signatures of all signing authorities and any delegations.
It is the responsibility of the members of ELT (Executive Leadership Team) and SLT (Senior Leadership Team) (where applicable) to ensure:
- All personnel within their areas are aware of this Policy.
- The list of signing authorities within their division, department, or program remains current and complete.
- All changes to the signing authorities and delegation of authority documentation are submitted to the CFO within 10 business days of any updates.
It is the responsibility of each signing authority to:
- Comply with the intent and requirements of this Policy.
- Ensure all records pertaining to the Policy are submitted in accordance with the timelines provided herein.

In all circumstances, individuals are prohibited from acting as a signing authority in transactions that may result in a direct or indirect personal benefit. The Policy shall be interpreted broadly with respect to expenditure limits. For example, a series of related transactions shall be considered as a single transaction for the purposes of determining approval and expenditure

SUBJECT:	FINANCE DEPARTMENT		
POLICY TITLE:	SIGNING AUTHORIZATION AND DELEGATION OF AUTHORITY		
RESPONSIBLE PARTY:	CHIEF EXECUTIVE OFFICER		
POLICY #:	FN 905	EFFECTIVE DATE:	08/12
# OF PAGES:	12	REVISION/APPROVAL DATE:	04/18
APPROVED BY:	DENISE ENSDORFF, PRESIDENT & CEO		

levels. Individuals who violate any aspect of this Policy will be subject to disciplinary action, including, but not limited to, possible termination of employment.

Signing Authority Procedure

Each person who holds a position set out in **Appendix A** under the heading, Signing Authority Category, has full authority to establish signing approval limits within his or her respective group subject to the parameters established by this Policy.

Signing authority is established once the Signing Authorization Form has been executed and a copy submitted to the CFO. See **Appendix B** for the Signing Authorization Form.

The CFO must be notified immediately via email should signing authorization privileges be withdrawn for any individual.

Delegation of Authority Procedure

When individuals with signing authority are temporarily unavailable due to vacation, illness, travel or unforeseen events, their signing authority may be delegated to their direct subordinate to ensure the continuation of business decisions and operations. Such delegation must include a specified end date and must be approved in writing by the delegating party and the CFO.

Signing “FOR”

The proper method for a delegated signing authority to sign “FOR” another individual is to:

- Sign one’s own name; then,
- Print “FOR”; and,
- Print the name of the other individual.

There are no instances when it is appropriate or acceptable that someone should write the signature of another employee on a document. NOTE: Writing the name of someone else in cursive handwriting has the potential to be deemed “forgery.”

For someone to sign “FOR” another, also see the above procedure on Delegation of Authority, ensuring the person signing has the properly delegated authority to approving/authorizing.

Signature Stamps

A signature stamp should not be used to approve documents, especially for dollar expenditures. The signature stamp has the potential to be used to perpetrate fraudulent documents for payment, and obscure the audit trail of approvals.

SUBJECT:	FINANCE DEPARTMENT		
POLICY TITLE:	SIGNING AUTHORIZATION AND DELEGATION OF AUTHORITY		
RESPONSIBLE PARTY:	CHIEF EXECUTIVE OFFICER		
POLICY #:	FN 905	EFFECTIVE DATE:	08/12
# OF PAGES:	12	REVISION/APPROVAL DATE:	04/18
APPROVED BY:	DENISE ENSDORFF, PRESIDENT & CEO		

- In the rare instance when a signature stamp is appropriate, it must be highly controlled to prevent unauthorized use (such as a “signature plate” used for automatic check signing being maintained in a safe when not in use.) These uses must be approved in writing by the CFO. The written request must acknowledge that the requestor takes responsibility for control and safekeeping of the signature stamp, and acknowledges the requestor’s sole responsibility for any misuse of a stamp that bears their name.

Compliance Documentation

Employees executing contracts and approving transactions are required to ensure that all appropriate approvals and reviews required by this Policy and AzCA’s other policies and procedures have been followed and obtained, and to ensure that appropriate documentation of these approvals and reviews is maintained. Appropriate documentation can take various forms, including the initialing of final contracts, approval forms, or memorandums. All contracts shall be maintained with documentation of the appropriate approvals and the original or a copy sent to the Executive Assistant to the President & CEO for filing. **Appendix A** should also be referenced for expenditure limitations associated with certain subject matters.

Approval Procedures

The following sets out certain actions which can only be undertaken with the written authorization of the officers or committees set out below. Approval or authorization, as set out below, shall in all cases mean the written approval or written authorization, as the case may be, by a committee member in the case of a committee or each person or persons holding the positions set out herein.

Borrowing

Subject to the limits set out in Appendix A, the President and CEO and the CFO, acting together, are authorized to:

- borrow funds under existing credit facilities.
- grant a lien on any assets.
- enter into new credit facilities or new borrowing arrangements.
- execute guaranties, third party obligations and letters of credit, including, but not limited, to surety bonds, bid bonds, make-hold and keep-well letters and agreements and similar arrangements.

For any transaction or series of related transactions which, in aggregate, are above the limits set out in Appendix A, the President & CEO or the CFO may execute the foregoing activities only

SUBJECT:	FINANCE DEPARTMENT		
POLICY TITLE:	SIGNING AUTHORIZATION AND DELEGATION OF AUTHORITY		
RESPONSIBLE PARTY:	CHIEF EXECUTIVE OFFICER		
POLICY #:	FN 905	EFFECTIVE DATE:	08/12
# OF PAGES:	12	REVISION/APPROVAL DATE:	04/18
APPROVED BY:	DENISE ENSDORFF, PRESIDENT & CEO		

with the written authorization of the Board, as recommended to the Board by the Finance Committee.

Real Estate

- The Executive Committee shall authorize purchases and sales of real estate and contracts shall be approved by the President & CEO in consultation with outside legal counsel as deemed necessary.
- The CFO, in consultation with outside counsel, shall assess potential environmental issues and the need for additional diligence prior to the closing of each purchase or sale of real property (not including office space leases).
- The CFO and Chief Compliance Officer shall authorize real estate and equipment leases in consultation with outside legal counsel as deemed necessary.

Asset Sales

- The Executive Committee shall authorize sales of assets with either a book value exceeding \$100,000 (net of related to depreciation or amortization) or fair market exceeding \$100,000.

Consulting & Employment

- The President & CEO, CFO and the Chief Human Resources Officer shall authorize Consultant and Contract Employee Agreements that run for a duration of more than three months in any twelve month period.

Bank Accounts

- The President & CEO and CFO are authorized to open and close bank accounts.

External Communications

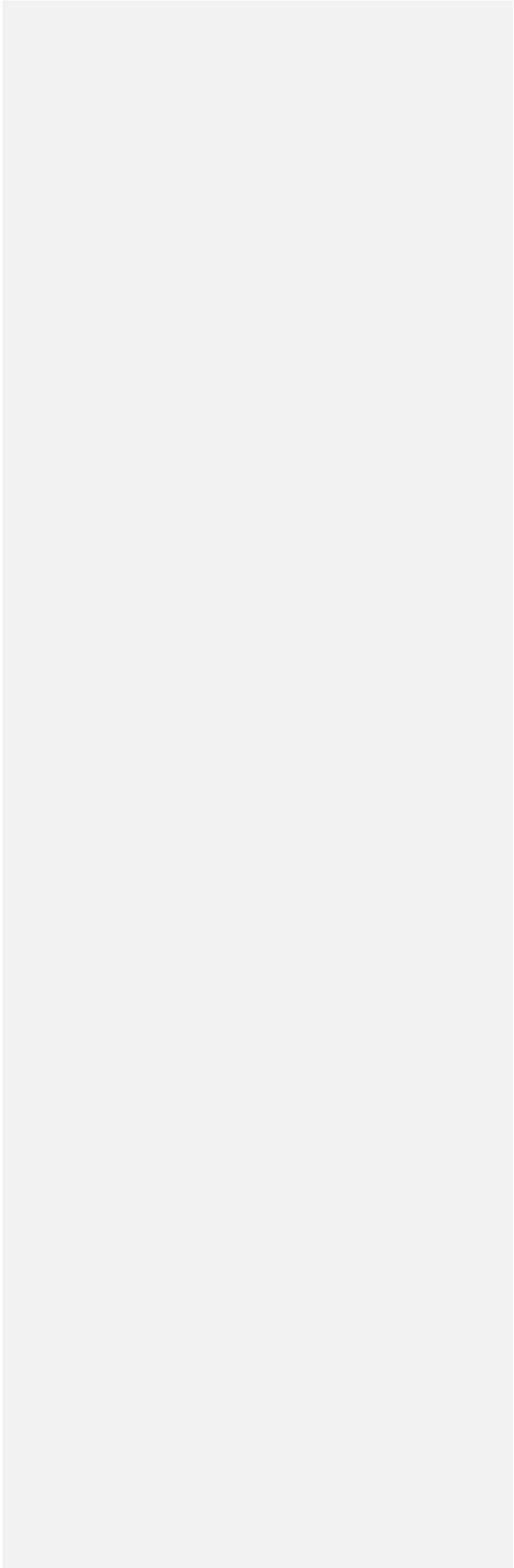
- The President & CEO and Chief Development Officer and their written designees, are authorized to contact, disclose or share information regarding AzCA's financial information with the public.

Formation and Dissolution of Legal Entities and Branch Offices

- The Board of Directors is authorized to approve the formation or dissolution of legal entities and divisions.

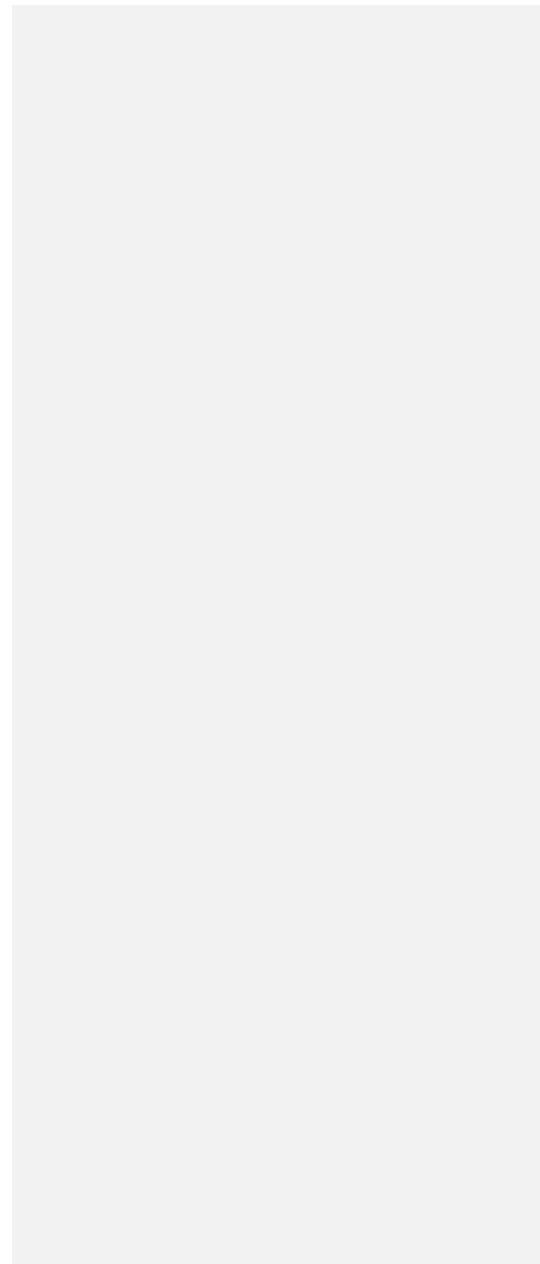
Appendix A

**AzCA’s Senior Management
Signing Authorization**



FN 905 SENIOR MANAGEMENT SIGNING AUTHORIZATION DOCUMENT Appendix A							
SIGNING AUTHORITY CATEGORY	The cumulative maximum of any items below must remain within approved budget	Board	President & CEO	CFO	CCO, VP-BH, VP-CW, CDO, CHRO, CIO	Directors	Supervisors
Capital Expenditures							
Equipment & software	Per agreement	>\$250,000	Up to \$250,000	Up to \$100,000	\$25,000	0	0
Real estate repair	Per agreement	>\$100,000	Up to \$100,000	Up to \$50,000	Up to \$25,000	0	0
Real Estate purchases require board authorization.		Board only	0	0	0	0	0
Operating Expenses							
For transaction, contract or agreement	Per agreement	>\$250,000	Up to \$250,000	Up to \$100,000	Up to \$25,000	Up to \$5,000	Up to \$1,000
General and Administrative Expenses							
<u>Liability Insurances</u>	Annual premium policy limit	>\$300,000 >\$400,000	Up to \$300,000 \$400,000	Up to \$150,000	0	0	0
<u>Employee Benefit Insurances</u>	Monthly premium	>\$400,000	Up to \$400,000	Up to \$300,000	<u>CHRO only, up to \$300,000</u>		
Revenue Contracts							
New Contracts			Contract total	Contract total	0	0	0
Renewal Contracts			Contract total	Contract total	Contract total	0	0

Formatted: Indent: Left: 0.25"



SIGNING AUTHORITY CATEGORY	The cumulative maximum of any items below must remain within approved budget	Board	President & CEO	CFO	CCO, VP-BH, VP-CW, CDO, CHRO, CIO	Directors	Supervisors
Legal Matters							
Settling claims	Per claim	>\$100,000	Up to \$100,000	0	0	0	0
Leases	Annual per lease	>\$300,000	Up to \$300,000	Up to \$100,000	Up to \$100,000 with verbal CEO approval	0	0
Borrowing							
Opening and arrangement of new credit facilities	Per instrument	>\$300,000	Up to \$300,000	0	0	0	0
Granting loans	Per loan	Board only	0	0	0	0	0
Letters of credit and guarantees	Per loan	Board only	0	0	0	0	0
Existing credit facilities	Per instrument	>\$500,000	Up to \$500,000	0	0	0	0

Appendix B

Signing Authorization Form

Your Name: _____
Employee #: _____
Date: _____
Position: _____

Pursuant with your responsibilities as _____, you are hereby delegated the authority and responsibility to plan for and to manage the businesses and activities assigned to the position.

Operationally, you are delegated general authority to take actions as you seem necessary to carry out the responsibilities assigned to you. This authority must be exercised consistent with the objectives of the approved operating plans, approved department budget, approved salary action plan and policies of AzCA.

With regards to commitments, purchases and other financial obligations, you are authorized to undertake such actions as set out for your position in the AzCA Signing Authorization and Delegation of Authority Policy subject to the limitations and restrictions contained in **Appendix A** thereto.

By signing below, you accept full responsibility for the authorization granted herein and the terms and conditions stipulated in the Signing Authorization and Delegation of Authority Policy.

Signature

Date

All signing authority forms or changes must be submitted to the CFO within 10 business days of execution.

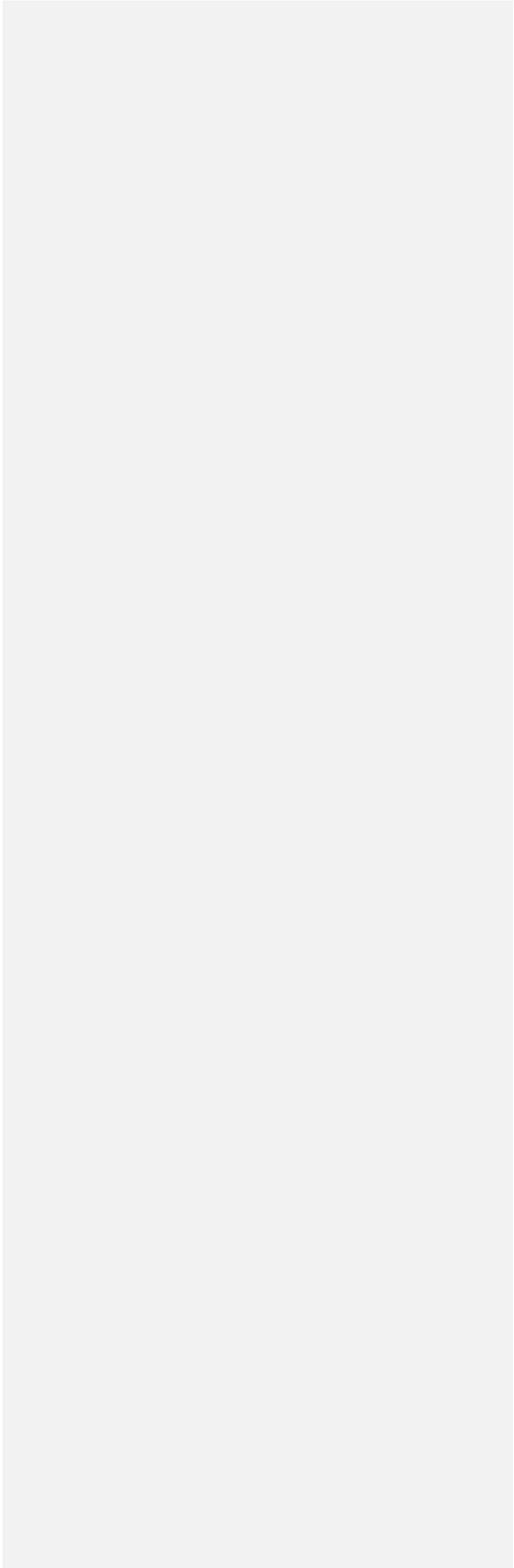
Signing privileges commence upon approval of this form by the appropriate department head.

CFO

Arizona's Children Association
3716 E Columbia St
Tucson, AZ 85714
Telephone: 520-622-7611
E-mail: (standard format)

Appendix C

Delegation of Authority Form



Date: _____

To: _____

cc: CFO

From: _____

I, _____, delegate my signing responsibilities to: _____

_____, effective from _____ to _____.

By signing below, the receiver accepts full responsibility for the authorization granted herein and the terms and conditions stipulated in the Signing Authorization and Delegation of Authority Policy.

Signing Authority

Delegate

Signature

Signature

Name

Name

Date

Date

PROCEDURE

This Delegation of Authority Form must be completed and submitted to the CFO.

For absences < 5 days, the CFO can be notified directly and a copy of the e-mail or Delegation of Authority Form sent to the CFO within 10 business days of any changes.

For absences > 5 days, the delegation must be approved in advance of the absence.

CFO
Arizona's Children Association
3716 E Columbia St
Tucson, AZ 85714
Telephone: 520-622-7611
E-mail: (standard format)