


**MEMORANDUM**

**TO:** Associate Vice President for Clinical & Translational Science  
Director, Clinical Studies Negotiation Unit  
Negotiators, Clinical Studies Negotiation Unit

**FROM:** Clay B. Marsh, Chancellor & Executive Dean for Health Sciences 

**DATE:** February 26, 2024

**SUBJECT:** Sub-Delegation of Signature Authority

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Pursuant to the Delegation of Authority dated February 1, 2023, by E. Gordon Gee, President of West Virginia University (“University”), I, as the Chancellor and Executive Dean, West Virginia University Health Sciences, have been delegated authority to approve and sign all documents necessary to carry out the educational mission of the Health Science Center (“HSC”). Under that authority, I have been approved to sub-delegate my authority to others to execute documents on behalf of the University.

This Sub-Delegation Memorandum formalizes the express sub-delegation of signature authority for the Director and Negotiator(s) within the Clinical Studies Negotiation Unit. This Memorandum supersedes and replaces all prior delegations of signature authority.

It is critical that documents binding the University are properly signed by an individual with appropriate authority. All designated officials must comply with (1) University Rules, policies, procedures, and other internal controls relevant to the delegated authority (e.g., WVU Procurement Manual); and (2) applicable budgetary limitations.

Pursuant to this Memorandum, the individuals employed by the University in the official or interim capacity have authority to approve and sign the following documents:

1. The **Director of the Clinical Studies Negotiation Unit** may approve and execute those documents arising in the course of the day-to-day business operations and management of the clinical studies, such documents include proposals, awards, grants, contracts, cooperative agreements, sub-awards, data rights agreements, teaming agreements, data use agreements, data management plans, project management plans, nondisclosure agreements (NDAs), confidentiality agreements, material transfer agreements, reports and certifications submitted to governmental entities and other funding entities, powers of attorney documents, international and domestic patent documents, documents related to industry partnerships, and any modifications to the foregoing. In the event that the Director

is unavailable or has a conflict, the Associate Vice President for Clinical & Translational Science may sign.

2. **Negotiator(s)** may approve and sign nondisclosure agreements (NDAs); confidentiality agreements; material transfer agreements; modifications to existing awards, including budget modifications, personnel changes, changes to a period of performance, and no-cost extensions; and agreements with University-affiliated entities.

Notwithstanding the foregoing, all agreements must be routed to the appropriate administrative units in advance of signing, including but not limited to, Procurement, Contracting, and Payment Services; General Counsel's Office; Office of Technology Transfer; Information Technology Services; and/or Finance, if applicable. Additionally, you are required to comply with all West Virginia University Board of Governors ("BOG") Rules and policies, including BOG Governance Rule 1.4 – *Ethics, Conflicts of Interest, and Outside Consulting Arrangements* and are responsible for disclosing any potential conflicts of interest.

In the exercise of this authority, you shall provide professional, executive, supervisory and general administrative services, as appropriate, and provide regular updates to me or my successor. Copies of signed documents shall be retained pursuant to applicable University record retention schedules. This sub-delegation shall continue until such time as the President of West Virginia University, I, or my successors, deem this sub-delegation revoked and notify you of such revocation in writing. The authority granted herein shall not be further delegated without the written approval of myself and the General Counsel or designee. Anyone who has questions or is unsure as to their authority should consult with the General Counsel's Office.