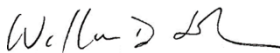


OFFICE OF THE PRESIDENT

MEMORANDUM

To: Cabinet members**From:** Wallace D. Loh, President **Date:** June 19, 2020**Re:** Delegation of Authority to Sign Contracts

The Annotated Code of Maryland Education Article Title 12 Section 109(e)(9) authorizes the President of the University of Maryland (“University”) to enter into contracts and cooperative agreements. In accordance with the President’s duty to promote the University’s development and efficiency, this memorandum sets forth the President’s approved delegations and sub-delegations of contract signature authority to various administrative officials for contracts signed on or after the issuance of this memorandum.

I. RESPONSIBILITIES OF DELEGATED OFFICIALS

A. All delegations of signature authority in this memorandum are based on the expectation that the delegated official will ensure that all relevant considerations (*e.g.*, academic, financial, legal, business) are addressed before the University commits to perform contractual obligations. Proposed contracts that create or have the potential to create significant risks or liabilities for the University must first be vetted with the appropriate University officials or units. It is the responsibility of the delegated official to establish and administer business processes, including prior consultation with or review by other officials whose responsibilities, authority or resources may be impacted by a proposed transaction, that effectively support the exercise of their delegated authority in the best interest of the University. Such processes must include the following steps where applicable:

1. The Senior Vice President & Provost must be consulted and provide approval before the University enters into a contract that contains one or more of the following obligations:
 - (a) Payment obligations in the aggregate of \$500,000 or more for any contract;
 - (b) Requirement for Board of Regents and/or Board of Public Works review and/or approval; and
 - (c) Use of University facilities by faculty/staff start-up companies and other non-University parties.
2. Any contracts that require Board of Public Works approval must be jointly signed by the Senior Vice President & Provost.

- B. An official who is delegated or sub-delegated signature authority per this memorandum will ensure that all contracts and legal documents receive an appropriate level of review from the Department of Procurement and Strategic Sourcing, Office of Research Administration, and/or the Office of General Counsel, as applicable.
- C. Officials appointed in an interim or acting capacity may exercise the authority delegated in this memorandum during the duration of their interim or acting appointment.
- D. This memorandum applies to all documents that impose contractual obligations on the University irrespective of the title or designation of the document; “contracts,” “agreements,” “letter agreements,” “memoranda of understanding,” procurements, purchase orders, etc., are all subject to this memorandum.

II. GENERAL DELEGATIONS. Subject to the specific delegations in Section III, the following individuals are authorized to execute all contracts and other legal documents on behalf of the University:

- A. Senior Vice President for Academic Affairs & Provost;
- B. Vice President for Administration and Finance; and
- C. Assistant President/Chief of Staff.

III. SPECIFIC DELEGATIONS. The following individuals are authorized to execute specific types of contracts and related documents on behalf of the University as noted:

A. Academic Contracts

1. The Senior Vice President & Provost is authorized to sign agreements related to academic programs with domestic and international entities, including but not limited to the following:
 - (a) Institutional Affiliation and student/faculty exchange agreements;
 - (b) Visiting researcher agreements, subject to consultation with the Division of Research;
 - (c) Faculty affiliation agreements, including master agreements;
 - (d) Institutional academic service and collaboration agreements, including master agreements;
 - (e) International agreements maintained by the Office of International Affairs;
 - (f) Extension service agreements; and
 - (g) Federal and State governmental filings regarding delivery of instruction and financial aid.
2. The Senior Vice President and Provost is authorized to make sub-delegations related to Academic Contracts as specified in Exhibit A.

B. Administrative & Financial Compliance Documents

1. The Vice President for Administration and Finance, in consultation with the Vice President for Research (as applicable), is authorized to sign documents and agreements related to environmental and other regulatory permits and licenses for University facilities, where such authority is not delegated to the Vice President for Research.
2. The Vice President for Administration and Finance is authorized to execute documents and agreements related to:
 - (a) Federal and state governmental filings that do not specifically reference instruction or research, such as Federal Communications Commission filings;
 - (b) Emergency services agreements; and
 - (c) Agreements and documents related to the University of Maryland Police Department.
3. The Vice President for Administration and Finance is authorized to make sub-delegations related to Administrative and Financial Compliance Documents as specified in Exhibit B.

C. Appointments, Compensation, and Other Personnel Actions

1. The Senior Vice President and Provost is authorized to sign contracts, compensation, separation, and other personnel actions for faculty.
2. The Senior Vice President and Provost and Vice Presidents are authorized to sign appointment contracts, compensation, separation and other personnel actions for exempt, non-exempt, contingent, and other staff within their respective divisions and may sub-delegate this authority to an Associate/Assistant Vice President within their division and/or the Assistant Vice President for University Human Resources and his/her designees. For such actions that involve personnel directly reporting to a Vice President, the President's office must also approve. In addition to approval by the appropriate Vice President, personnel actions should also be reviewed by the Assistant Vice President for University Human Resources to assure compliance with University policies and State of Maryland requirements.
3. The Senior Vice President and Provost is authorized to make sub-delegations related to Appointments, Compensation, and Other Personnel Actions as specified in Exhibit A.
4. Vice Presidents are authorized to make sub-delegations related to Appointments, Compensation, and Other Personnel Actions within their Divisions to Division personnel with the requisite knowledge, judgment, and operational need to sign these documents. These sub-delegations must be in writing and included in the applicable Exhibit.

5. The authority of the Assistant Vice President for University Human Resources to act as authorized and specified under policies of the University and the University System of Maryland is expressly acknowledged. Nothing in this memorandum shall be interpreted to the contrary.

D. Athletic Department Agreements

1. The Director of Intercollegiate Athletics is authorized to sign:
 - (a) Employment contracts for all coaches (other than head coaches for football, men's and women's basketball, which must also be signed by the President);
 - (b) Documents directly related to the scheduling of intercollegiate athletic events including contracts for hotel rooms and transportation services that are not required to be issued by Procurement and Strategic Sourcing;
 - (c) Sponsorship agreements; and
 - (d) Facility use licenses authorizing third parties to use facilities managed by Intercollegiate Athletics.

E. Collective Bargaining Agreements

1. Subject to any necessary approvals by the Board of Regents or other state officials, the Vice President for Administration and Finance is authorized to sign collective bargaining agreements after consultation with the President's Office.

F. Conference-Related Agreements

1. The Director of Conference and Visitor Services is authorized to sign conference sponsorship agreements for external entities that wish to sponsor a table or event at a conference organized or hosted by a University College or Program.
2. The State Ethics Commission has authorized the Vice President for Legal Affairs and General Counsel or his/her designee to sign Ethics and Compliance letters for University personnel attending conferences, summits, and symposia where the conference sponsor is covering or reimbursing personnel for the costs of travel and lodging, so long as such coverage/reimbursement is permitted by State ethics law.

G. Contracts for the Acquisition, Disposition, Leasing, and Licensing of Real Property

1. Pursuant to policies and procedures related to real property (*e.g.*, Policy VIII-4.00, Policy VIII-4.02) (the "Policies"), and except for those agreements covered by Subsection O of this memo (Student Affairs Agreements), the Vice President for Administration and Finance is authorized to:
 - (a) Grant or accept and sign easements and right-of-way without review and approval by the Board, if in the President's judgment, with the advice of the Office of Attorney General, the proposed grant and related agreement is not of such significance as to warrant Board review;
 - (b) Grant and sign utility easements that are ancillary to or connected with development projects previously approved by the Board, with the Office of

Attorney General approving the form and legal sufficiency of such easement documents; and

- (c) Grant and sign temporary rights of entry without review and approval by the Board, the Chancellor, or the Office of Attorney General, provided that such rights of entry are subject to qualifications in Section III.G.2 of the Policy;
2. Except for those agreements covered by Subsection O of this memo (Student Affairs Agreements), and pursuant to the Policies, the Vice President for Administration and Finance and the Senior Vice President & Provost are authorized to jointly approve and must jointly sign:
 - (a) Leases and licenses (including Facility Use Licenses) not requiring Board approval, along with related estoppel certificates and similar certificates and, if on a form approved by the Office of Attorney General, subordination, non-disturbance, and attornment agreements; and
 - (b) Agreements granting the University an option or right of first refusal to the extent provided for in Section B.5 of the Procedures for the Acquisition and Disposition of Real Property of the Policy.

H. Contracts for the Procurement of Goods and Services

1. As authorized by University System of Maryland Policy VIII-3.00 *University of Maryland Procurement Policy and Procedures* and subject to applicable laws and policies, the Vice President for Administration and Finance has authority to sign contracts to acquire, rent, purchase, or lease capital equipment, goods/supplies, services, maintenance, capital improvements, and architectural and engineering services where those contracts do not require Board of Regents or Board of Public Works approval.
2. The Vice President for Administration and Finance and the Senior Vice President & Provost are authorized to jointly approve and must jointly sign contracts listed in Section H.1, above, when Board of Regents and/or Board of Public Works approval is required.
3. The Vice President for Administration and Finance is authorized to make sub-delegations related to Contracts for the Procurement of Goods and Services as specified in Exhibit B.
4. The Assistant Vice President for Procurement and Strategic Sourcing is authorized to grant University departments delegated authority to make purchases up to \$5,000 per item acquired (including shipping costs) through use of the Purchasing Card and up to \$25,000 per item acquired (including shipping costs) through the use of Delegated Small Procurement Orders in accordance with applicable laws and policies. Purchasing Card transactions and purchases made with federally sponsored funds are restricted to the \$5,000 threshold. The Assistant Vice President for Procurement and Strategic Sourcing may restrict, or revoke any such delegated

authority on a case-by-case basis as circumstances warrant. The delegated authority set forth in this Subsection H.4 does not include:

- (a) The authority to purchase goods/supplies or subscribe to services with reoccurring charges in excess of \$25,000;
 - (b) The authority to purchase software, as a good/supply or a service; or
 - (c) The authority to accept contract terms and conditions, including those found in click-through purchase agreements, external invoices, and external purchase orders.
5. The Vice President for Information Technology and Chief Information Officer has authority to sign contracts and certifications related to information technology that are not addressed elsewhere in this memorandum and is authorized to make sub-delegations related to contracts for information technology as specified in Exhibit F.

I. Filming and Trademark Agreements

1. The Vice President for University Relations and the Associate Vice President for University Marketing and Communications are authorized to sign agreements granting third parties permission to film on campus for movies, television shows, streaming programs, and similar media, and to use the name and trademarks of the University in movies, television shows and other visual media presentations whether or not they are filmed on campus.
2. The Vice President for University Relations and the Associate Vice President for University Marketing and Communications are authorized to sign agreements for the commercial licensing of the name and trademarks of the University.

J. Gifts and Related Agreements

1. The Vice President for University Relations is authorized to sign documents, including bequests, trusts, trust distributions, planned gifts and similar documents (together “gifts”), related to the acceptance, declination and administration of gifts of various assets and to sign notifications, annual reports, certifications, statements, and other filings as may be required by the United States Government, the State of Maryland, or other government agencies. If any such gifts also require a commitment of University resources (e.g. use of space, employment commitments, academic program impacts, support for scholarships, etc.), the Senior Vice President & Provost must jointly sign the document.
2. The Vice President for University Relations is authorized to make sub- delegations related to Gifts as specified in Exhibit E.
3. The Dean of University Libraries and the Senior Vice President and Provost are authorized to jointly approve and must jointly sign incoming gift agreements for and

assignments of rights in personal papers and copyrighted materials donated or transferred to the University for inclusion in the holdings of University Libraries.

K. Immigration Documents

1. The Director of International Student & Scholar Services (“ISSS”), within the Office of International Affairs, is authorized to sign visa and other immigration-related documents for faculty, scholars, and students.

L. Intellectual Property Agreements. See Technology Transfer Agreements.

M. Legal Documents

1. The Vice President for Legal Affairs and General Counsel must review and authorize all legal documents required for purposes of litigation or other legal proceedings and settlement agreements for the resolution of such proceedings, in which the University is represented by the Office of the Attorney General or an outside law firm.
2. The Vice President for Legal Affairs and General Counsel is authorized to sign:
 - (a) Agreements to retain outside counsel and legal consultants to advise the University on matters requiring specialized expertise and to engage persons to serve as administrative hearing officers;
 - (b) Agreements, applications and certifications in connection with the registration and maintenance of the trademarks and trademarks of the University; and
 - (c) Certifications required by federal agencies in connection with the receipt of federal funds and not addressed elsewhere in this Memorandum.

N. Research and Other Sponsored Agreements

1. The Director of the Office of Research Administration is authorized to sign documents relating to sponsored research activities that include but are not limited to:
 - (a) Sponsored research contract and grants, including subcontracts and subawards;
 - (b) Proposal and award documents, including required certifications and assurances;
 - (c) Confidentiality agreements;
 - (d) Material transfer agreements;
 - (e) Certifications and other documents required to be signed to maintain the University’s ability to receive research funds from governmental or other sources;
 - (f) Service and testing agreements through which a University unit uses University-owned intellectual property or equipment to provide a service or analysis to a third party;
 - (g) Waivers of provisions in the University Intellectual Property Policy;
 - (h) Industry partner or research consortium membership agreements;
 - (i) Master agreements with corporate research sponsors;

- (j) Inter-institutional cooperative research agreements, with the Senior Vice President & Provost as co-signer;
 - (k) Agreements for the exchange of data, equipment, evaluation of software or technology for use in research and sponsored activities;
 - (l) Agreements for the Maryland Technology Enterprise Institute (“Mtech”) and its programs, including but not limited to the Mtech Technology Advancement Program; and
 - (m) Agreements for research conducted under the Maryland Industrial Partnerships Program (MIPS).
2. The Director of the Office of Research Administration is authorized to make sub-delegations related to Research Agreements as specified in Exhibit C.
 3. The Vice President for Research is authorized to sign applications for export licenses and notices updating registrations and licenses with export control authorities of the United States Government.
 4. As the University’s Institutional Official (“IO”) the Vice President for Research is authorized to sign any document requiring an IO signature, as set forth in federal regulations, including but not limited to compliance with select agent, radiation safety, biosafety, and other regulations.
 5. The Vice President for Research is authorized to make sub-delegations related to export control and IO duties as specified in Exhibit C.
 6. The Associate Vice President for Research is authorized to sign documents related to the University’s research and tech transfer enterprises, including but are not limited to:
 - (a) Certifications and assurances;
 - (b) Costing proposals and related documents (*e.g.*, indirect cost rate proposals, benefits rate proposals, DS-2, and any resulting agreements based on those proposals); and
 - (c) Sponsored-required financial reports.
 7. The Director of the Office of Extended Studies is authorized to sign documents related to executive education/training where the sponsor is a private entity, and the agreement does not flow through any government funds or government terms and conditions.
 8. The Associate Vice President for Research is authorized to make sub-delegations related to Research agreements as specified in Exhibit C.

O. Student Affairs Agreements.

1. The Vice President for Student Affairs is authorized to sign agreements related to the activities and operations of offices within the Division of Student Affairs for:
 - (a) Strategic initiatives with entities doing business with Student Affairs;
 - (b) Conference and Visitor Services;
 - (c) Camps offered by third parties that use University facilities and/or services;
 - (d) University Health, Counseling, and Career Center services;
 - (e) Licenses and leases to use Stamp Student Union and other Student Affairs facilities, where such licenses and leases do not require Board approval;
 - (f) Services related to University Recreation and Wellness;
 - (g) Entertainment contracts;
 - (h) Dining services; and
 - (i) The University golf course, except for real estate transactions required to be signed by the Vice President for Administration and Finance.
2. The Vice President for Student Affairs is authorized to make sub-delegations related to Student Affairs agreements as specified in Exhibit D.
3. The Vice President for Student Affairs and the Senior Vice President & Provost are authorized to jointly approve and must jointly sign agreements related to capital expenditures, such as agreements to create, modify, or demolish University-managed or public-private housing or dining facilities.

P. Technology Transfer Agreements

1. The Vice President for Research is authorized to sign contracts relating to the operation of the University's technology transfer program that include but are not limited to the following:
 - (a) License agreements, option agreements, and assignments of University-owned intellectual property in the nature of inventions, software, copyright, and patents;
 - (b) Confidentiality agreements in connection with negotiations with potential licenses of disclosed, University-owned intellectual property;
 - (c) Outgoing material transfer agreements and data use agreements related to disclosed, University-owned intellectual property;
 - (d) Joint invention agreements, intellectual property management plans, and other such agreements related to the management and disposition of University-owned intellectual property;
 - (e) Documents required for prosecution and maintenance of University-owned intellectual property rights and to authorize outside patent counsel, who have been approved by the Office of General Counsel, to file documents related to the patenting of University-owned intellectual property;
 - (f) Documents associated with the acquisition and ownership of equity/securities through licensing; and

- (g) Reports and filings required to be made to agencies of the United States and other sponsored research funders in order to comply with terms of the funding documents.
2. The Vice President for Research is authorized to make sub-delegations related to technology transfer as specified in Exhibit C.

Q. University Copyrighted Works Other Than Software

1. The Dean of University Libraries is authorized to sign agreements for licensing University-owned copyrighted archival works (excluding software), including text, graphics, photographs, and similar copyrighted material.
2. The Senior Vice President and Provost is authorized to execute agreements to license University MOOCS and University-owned copyrighted works (excluding software), including proceedings of conferences, University-sponsored journals, graphics, photographs, plays and musical compositions.

IV. DEFINITIONS and GENERAL TERMS

- A. Facility Use Licenses** are written license agreements that permit a non-University user, including private companies, to use University facilities for research-related purposes pursuant to UMD Policy VIII-14.00(A), *Use of University Facilities by Non-University Users for Research-Related Activities*.
- B. Faculty Affiliation Agreements** are agreements of limited duration between the University and a faculty member from another entity (including but not limited to another educational institution, federal or state agency, etc.) that permit the external faculty member access to the University, its facilities, and its resources for appropriate purposes, including collaboration and teaching.
- C. Individual Affiliation Agreements** are agreements between the University and an external entity that agrees to provide a supervised training experience for a specific University student related to his or her field of study.
- D. Institutional Affiliation Agreements** are umbrella agreements between the University and another entity, typically an educational or research nonprofit entity, that agrees to provide research collaboration, faculty and/or student exchanges, and/or other training or academic experiences for University students and/or faculty related to their field of study.
- E. Jointly Sign** means an agreement must be signed by two authorized officials of the University. A single signature is not sufficient to bind the University.
- F. M-Square Research Park Affiliates** are issued pursuant to University Policy VI-28.00(A), *Access to University Facilities, Resources, and Privileges by M-Square Research Park Affiliates* to tenants of the University's M-Square Research Park.

- G. Research Affiliation Status Agreements** are formal written agreements between the University's Division of Research and a non-University employee who is a US citizen to provide access to University facilities, resources, and privileges (*e.g.*, library, University shuttle bus). Research Affiliation Agreements do not permit the Research Affiliate to use office or laboratory space. Non-US citizens may be eligible for Research Affiliate status with additional documentation.
- H. Sponsored Agreements** are formal agreements with an external party that is sponsoring research, training, teaching, or another sponsored activity.
- I. Standard Form Agreements** are contract templates intended to be used for a particular type of transaction that have been approved as to legal form and sufficiency by the Office of General Counsel.
1. In order to promote efficiency and consistency, contractual arrangements should be concluded through Standard Form Agreements when feasible.
 2. The Office of General Counsel shall maintain a library of available Standard Form Agreements for use by appropriate University units.
 3. The Office of General Counsel must approve any proposed amendments to the standard terms of a Standard Form Agreement before it may be signed. Delegations and sub-delegations of authority to sign a Standard Form Agreement do not include authority to make changes to the standard terms of a Standard Form Agreement. For clarity, University units using a Standard Form Agreement are authorized to insert dates, prices, quantities, and other business terms, as appropriate to transactions for which they are responsible.
- J. Sub-delegations.** All authorized sub-delegations must be to personnel with the requisite knowledge, judgment, and operational need to sign agreements. All authorized sub-delegations must be done in writing, with a copy provided simultaneously to the Vice President for Legal Affairs and General Counsel. The Office of General Counsel shall maintain a record of all such written sub-delegations.
- K. Third Party Agreements.** Except as otherwise set out in this memorandum, the Office of General Counsel must review and approve for legal form and sufficiency any agreement drafted by a third party and proposed for signature on behalf of the University.
- L. Visiting Researcher/Visiting Scientist Agreements** are formal written agreements for non-paid appointments held by researchers/scientists from other universities or government agencies who are visiting the University while on sabbatical or similar form of leave from their primary employer. Visiting Researchers who are not US citizens require an additional screening process.

V. UNAUTHORIZED CONTRACTS

- A.** The University does not recognize contracts signed by University employees or agents as binding on the University unless the employee who signed the contract has duly delegated signature authority.
- B.** Employees who sign contracts purporting to bind the University without duly delegated authority may be subject to University disciplinary action, and may, depending on the circumstances, be personally exposed to civil liability and/or criminal fines and penalties.
- C.** Employees should contact the Office of General Counsel if they have questions about which University official has duly delegated authority to sign a particular contract on the University's behalf.

VI. CONCLUSION

This memorandum supersedes all prior delegations of contractual signature authority, which are revoked on and after June 19, 2020. This memorandum does not affect Presidential or University delegations of other executive authority which are not subject of this memorandum.

Any questions about general or specific signature delegations should be directed to the Office of General Counsel.

The Vice President for Legal Affairs and General Counsel and the Assistant President/Chief of Staff are authorized to jointly revise this memorandum at any time.

Exhibit A: Senior Vice President and Provost Sub-Delegations

The Senior Vice President and Provost sub-delegates authority to:

1. The Dean of the Graduate School to execute Individual Affiliation Agreements for graduate students, issued under an existing inter-institutional agreement.
2. The Dean of each School or College for Appointments, Compensation and Other Personnel Actions. Personnel actions should also be reviewed by the Assistant Vice President for University Human Resources to assure compliance with University policies and State of Maryland requirements.

All additional sub-delegations must be done in writing, with a copy provided simultaneously to the Vice President for Legal Affairs and General Counsel. The Office of General Counsel shall maintain a record for all such written sub-delegations.

Exhibit B: Vice President for Administration and Finance Sub-Delegations

The Vice President for Administration and Finance sub-delegates authority to:

1. The Assistant Vice President for Procurement and Strategic Sourcing for contracts for the procurement of goods and services.

All additional sub-delegations must be done in writing, with a copy provided simultaneously to the Vice President for Legal Affairs and General Counsel. The Office of General Counsel shall maintain a record for all such written sub-delegations.

NOTE: The Vice President for Administration and Finance is not authorized to subdelegate signature authority for agreements described in Section III.G 1(a)-(c) related to real property.

Exhibit C: Vice President for Research and Director of the Office of Research Administration Sub-Delegations

1. The Director of the Office of Research Administration sub-delegates authority to:
 - (a) The Associate and Assistant Directors of the Office of Research Administration, and their designees, to sign Research Agreements.
2. The Vice President for Research sub-delegates authority to:
 - (a) The Export Control Compliance Officer to sign applications for export licenses and notices updating registrations and licenses with export control authorities of the United States Government;
 - (b) Chairs of the University's research compliance committees (*e.g.*, IACUC, IRB) when such chairs are required to sign as an Institutional Official per federal regulations; and
 - (c) The Director of the Office of Technology Commercialization to sign technology transfer and related agreements.
3. The Associate Vice President for Research sub-delegates authority to:
 - (a) The Director of Sponsored Programs Accounting and Compliance to sign documents related to cost accounting and financial compliance in support of the University's research enterprise.

All additional sub-delegations must be done in writing, with a copy provided simultaneously to the Vice President for Legal Affairs and General Counsel. The Office of General Counsel shall maintain a record for all such written sub-delegations.

Exhibit D: Vice President for Student Affairs Sub-Delegations

The Vice President for Student Affairs sub-delegates authority to:

1. The Director of the University Health Center for agreements related to Health Center operations.

All additional sub-delegations must be done in writing, with a copy provided simultaneously to the Vice President for Legal Affairs and General Counsel. The Office of General Counsel shall maintain a record for all such written sub-delegations.

The Vice President for Student Affairs is not authorized to subdelegate signature authority for agreements described in Section O.3. related to capital expenditures.

Exhibit E: Vice President for University Relations Sub-Delegations

The Vice President for University Relations sub-delegates authority to:

1. N/A

All additional sub-delegations must be done in writing, with a copy provided simultaneously to the Vice President for Legal Affairs and General Counsel. The Office of General Counsel shall maintain a record for all such written sub-delegations.

Exhibit F: Vice President for Information Technology Sub-Delegations

The Vice President for Information Technology and Chief Information Officer sub-delegates authority to:

1. The Assistant Vice President and Executive Director of the Mid-Atlantic Crossroads (“MAX”) for contracts related to MAX operations that are not addressed elsewhere in this memorandum.
2. The Chief Information Security Officer, for applicable information security certifications.

All additional sub-delegations must be done in writing, with a copy provided simultaneously to the Vice President for Legal Affairs and General Counsel. The Office of General Counsel shall maintain a record for all such written sub-delegations.