

SIGNATURE AUTHORITY GUIDELINES

All grant & electronic access licensing agreements (E.A.L.A.'s) **MUST** have the appropriate signature authorities! The appropriate signatories are, at times, determined by statute. In other instances, there are no statutorily signatories, and as a result, a properly adopted resolution, delegating signature authority, is required to be attached to an agreement.

Examples of the most common scenarios appear below. The following examples are illustrative and may not apply to you or your entity. The information appearing below should not be substituted for the advice of an attorney.

If your business entity is a:

CORPORATION: Agreement(s) **must be signed by one Senior Corporate Officer** (defined as Chairman, President, Vice-President, Senior Vice President, Executive Vice-President, Assistant Vice-President, Chief Executive Officer, or Chief Operating Officer). A corporate seal is NOT required. These rules apply to both for-profit and non-profit corporations.

LIMITED LIABILITY COMPANY (L.L.C.): Agreement(s) **must be signed by a duly authorized member* (or a manager where the member(s) designate a manager to carry out the daily operations of a L.L.C)** of an association organized under the Limited Liability Company Law of 1994. For entities not formed under Pennsylvania law, or where a signatory is someone other than a member or manager, such as a ****AN AUTHORIZATION LETTER OR CERTIFICATE OF THE ORGANIZATION IS REQUIRED****.

LIMITED PARTNERSHIP (LC): Agreement(s) **must be signed by a general partner** OR if signed by someone other than a general partner- a power of attorney (POA) from one of the general partner(s) designating the signer s required. No resolution is required.

MUNICIPALITIES AND AUTHORITIES: Agreement(s) **must be signed by an individual designated by title**/or name in an attached resolution. ****A RESOLUTION IS REQUIRED UNLESS THE SIGNER IS AN OFFICAL AUTHORIZED TO SIGN BY STATUTE****.

SOLE PROPRIETORSHIP: Agreement(s) **must be signed by the owner** or a power of attorney (POA) from the owner(s) designating the signer is required.

GENERAL PARTNERSHIP: Agreement(s) **must be signed by a general partner** or power of attorney (POA) from one of the general partner(s) is required. No resolution is required

JOINT OWNERSHIP: Agreement(s) **must be signed by all joint owners.** With joint ventures, where two or more entities have joined efforts, each entity must execute an Agreement in accordance with the guidance contained herein. With respect to husbands and wives, both should execute an agreement, ordinarily, unless they have formed a separate entity. In that event, signature rules for the entity would apply.

Please contact us @ 717-783-8567 if your organization DOES NOT fit into one of these common scenarios.