

University of Groningen Mandate and Authorization Regulations

THE BOARD OF THE UNIVERSITY OF GRONINGEN

Whereas it is advisable to establish rules for the performance of legal acts under private law and for mandating managerial powers of the Board of the University;

In view of Section 10.1.1 of the General Administrative Law Act, Article 16a of the Trade Register Act, Article 9.2 of the Higher Education and Research Act (WHW), Book 3, title 3 (power of attorney) of the Dutch Civil Code, and chapter 3, title 3.3 (mandate regulations) of the University of Groningen Administrative Regulations;

adopts the following regulations.

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Chapter I: General part of the Mandate

Article 1 Definitions

- BBR: the University of Groningen Administrative Regulations;
- management: all activities related to ensuring the lawful and effective recruitment, availability, and deployment of the staff and material resources of the University;
- manager: a faculty board, management board of University Services, or department head or director of the university service unit as referred to in Articles 2.4.1, 8.3, and 3.7 of the BBR, respectively. In specific cases, the manager is also explicitly referred to as faculty board, board or director, or management board;
- management unit: a faculty or university service unit as referred to in the WHW;
- decision: a written decision of the Board of the University, or its President, containing an administrative, legal act as referred to in Article 1.3 of the General Administrative Law Act (AWB), or a legal act under civil law;
- director/management board: a director or management board of a university service unit;
- mandator: the Board of the University as referred to in Article 9.2 of the Higher Education and Research Act, or, if applicable, the proxy, who sub-mandates their authority to another person via a mandate;
- proxy: the person who has been given the mandate;
- mandate: the authority to take administrative decisions or to perform legal acts on behalf of the Board of the University, or its President, and under its responsibility and taking into account its guidelines;
- signing mandate: the authority to take a decision or perform a legal act in writing on behalf of a mandator and to sign on their behalf (digitally), without having the authority to take the decision independently;
- sub-mandate: the authority of a proxy to further mandate the mandated authority;
- internal regulations: regulations specifically drawn up and intended exclusively for the University of Groningen;
- intellectual property: knowledge in a broad sense that may or may not be protected by industrial property rights such as but not limited to patents, and intellectual property rights such as but not

- limited to copyright and neighbouring rights;
- guidelines: instructions, in which the mandator indicates how the proxy must act with regard to the mandate granted;
- power of attorney: a power of attorney for performing legal acts under private law as referred to in Title 3 of Book 3 of the Dutch Civil Code;
- sub-power of attorney: the authority that an authorized representative grants to another person, the sub-authorized representative, to perform legal acts in their name;
- WHW: the Higher Education and Research Act;

Article 2 Key principle and exceptions

1. The Board of the University can grant a mandate unless otherwise provided for by law or if the nature of the authority precludes this.
2. The mandate to perform legal acts, as described in these regulations, is limited to the amounts determined by the Board of the University in the UG Procurement Schedule (hereinafter: 'Procurement Schedule'¹).
3. The boards and management boards only exercise mandates within the policy established by the Board of the University insofar as this remains within the annual budget approved by the Board of the University for the faculty or department in question.
4. In any case, a mandate will not be granted if it concerns a decision to annul or withhold approval of a decision of another administrative body.
5. A mandate to decide on a notice of objection will not be granted to the person who pursuant to the mandate took the decision against which the objection is raised.
6. A mandate to establish generally binding regulations will not be granted.
7. In principle, a mandate will not be granted in situations where there is a conflict of interest or the appearance of one.

Article 3 Mandating

1. Within the University of Groningen, an official can only take a decision if they have been expressly mandated to do so in writing by the Board of the University.
2. The mandator remains authorized to exercise the mandated authority at all times.

Article 4 Granting mandates down the line

Mandates always follow the organizational structure of the management unit within which granting the mandate takes place. In special cases, the Board of the University may delegate a specified part of its powers to a staff member in a personal capacity by virtue of their position (such as radiation protection expert and animal testing officer).

Article 5 Responsibility for a mandate

A decision taken under mandate or sub-mandate counts as a decision of the Board of the University.

Article 6 Accountability and information obligation

The proxy is accountable to the Board of the University and provides all the information it needs to monitor how the granted mandate is handled. The Board of the University may provide further rules regarding the frequency and manner in which the proxy provides accountability and information.

¹ The Board of the University will decide on this in December 2019 (before the introduction of AFAS on 1/1/2020).

Article 7 Naming the administrative body

A decision taken pursuant to a mandate or sub-mandate states that the decision was taken on behalf of the Board of the University. This is done by adding the formula: ‘on behalf of *the Board of the University*, plus the name and title of the proxy/sub-proxy’.

Article 8 Revoking a mandate

The Board of the University can revoke the mandate granted at any time.

Article 9 Conditions attached to the mandate

1. The Board of the University may impose further rules or conditions for exercising the mandate.
2. In the case of a sub-mandate, the sub-mandator can attach further rules to the mandate, taking the conditions set by the Board of the University into account.

Article 10 Limits of a mandate

1. When carrying out the mandate granted, the proxy takes the legal provisions, the Collective Labour Agreement for Dutch Universities (CAO-NU), these regulations, and the further rules based on them, internal regulations, guidelines, policy, and the reasonable interests of the mandator into account.
2. In any case, a mandate will not be exercised if:
 - a. it concerns a new decision or matter of principle unless the Board of the University has already adopted a policy position on this matter;
 - b. it can reasonably be assumed that a policy position that has already been adopted is outdated;
 - c. it concerns a decision or matter for which the specified method of deliberation or treatment has not yet been concluded;
 - d. the Board of the University has indicated that it will handle the decision or the matter;
 - e. the proxy could assume that the decision taken may have important side effects or additional consequences, such as setting a precedent, unequal treatment of similar matters, etc.;
 - f. the decision affects the proxy personally.
3. The proxy will inform the mandatory when the mandate is not exercised in the cases referred to in paragraph 2, items a, b, c, e, and f.

Article 11 General versus specific mandate

General mandates can be granted as well as mandates for a specific situation. A mandate or sub-mandate is granted in writing. To the extent that there is a conflict between specific and general mandates, the specific mandate shall prevail.

Article 12 Mandate for non-UG staff members

Mandates or sub-mandates are only granted to persons who are formally employed by the University of Groningen, unless the Board of the University expressly deviates from this in appropriate cases.

Article 13 Sub-mandate and registration obligation

1. A proxy is authorized to sub-mandate the mandate granted, provided that the proxy has received permission to do so from the Board of the University.
2. To the extent that the nature and scope of the provisions do not oppose this, all provisions of these regulations regarding mandates apply equally to sub-mandates.
3. The faculty board or management board of the relevant management unit is responsible for drawing up a register listing the current mandates and sub-mandates, and ensures that their validity is guaranteed, as well as that the Board of the University and the Administrative & Legal Affairs department are aware of the register in case of signature, by sending them a copy of the sub-mandate and giving them access to the register. They also ensure that the copy and the register can be viewed by any interested party.

4. Sub-mandates are recorded per management unit in a register (Appendix 6) that lists at least the sub-mandator, the sub-mandate, any further guidelines that the sub-proxy must adhere to, and whether further granting of sub-mandates is excluded.

Article 14 Signature mandate and electronic signature

1. A proxy can determine that a mandated decision can be signed by another person on the proxy's behalf.
2. In the case of such a signing mandate, the decision must show that it is a decision of the original mandator. This is done by adding the wording to the decision: 'in accordance with the decision taken by the Board of the University/the Dean/the Director, plus the name and title of the signatory'.
3. Electronic signing is permitted after approval by the Administrative & Legal Affairs department of University Services. Electronic signing can be carried out in an approved electronically secure environment, such as ValidSign or DocuSign.

Chapter II: Substantive part of the Mandate

Section I: Management

Article 15 Management tasks of the Board of the University

1. The management tasks of the Board of the University include, in any case:
 - a. the management of the staff of the University (article 16);
 - b. the management of the movable and immovable property of the University (article 17);
 - c. the management of University databases (article 18);
 - d. the management of the University's finances (article 19);
 - e. management tasks arising from the concern for health, safety, the environment, and other working conditions in University buildings and premises (article 20);
 - f. the management of knowledge exploitation and valorization of the University.
2. Within the policy established by the Board of the University, and with due observance of these regulations and the further rules based on them, as well as the limitations referred to in Article 22 and the General Administrative Law Act, a member of the Board of the University is authorized to take decisions insofar as they concern matters that belong to the portfolio of this member of the Board of the University.

Article 16 Staff

1. Staff of the University refers to staff members who are employed by the University in any capacity.
2. The management of the staff of the University shall, in any case, include the legal acts and practices prescribed by or pursuant to legislation or the guidelines of the staff policy adopted by the Board of the University, see also Appendix 2 of the UG Mandate Regulations for staff affairs:
 - a. the recruitment, selection, appointment, salary scaling, assessment, promotion, transfer, suspension, and dismissal of staff;
 - b. ensuring compliance with the terms of employment and consultation with the trade unions;
 - c. ensuring the lawful and efficient deployment of staff;
 - d. ensuring the health, safety, and welfare of staff;
 - e. rendering account of the above-mentioned points.
3. The provisions of or pursuant to this Chapter II shall apply to the staff of third parties employed by the University if and insofar as there is agreement between the Board of the University and those third parties.
4. Mandates with regard to the above are possible if the mandate is made in accordance

with the applicable Appendix 2.

5. Decisions regarding daily management, such as staff deployment, assessment of task performance, and leave and absenteeism, are delegated to the heads of the departments of the various service units. This excludes decisions affecting the decisionmaker, decisions on special leave (Article 4.18 CAO-NU), hiring and lending staff and awarding study facilities above EUR 2,500 per person per activity, applying decisions outside existing regulations, and awarding job performance bonuses.

Article 17 Movable and immovable property

1. Movable and immovable property of the University refers to the movable and immovable property that is at the disposal of and/or is managed by the University.
2. The management of the University's movable and immovable property includes, in any case, the following legal acts and practices²:
 - a. the acquisition, preservation, and surveillance of said properties;
 - b. the furnishing and equipping of those properties for use;
 - c. making the movable and immovable property available to users;
 - d. the maintenance and repair of said properties;
 - e. the administration of the movable and immovable property;
 - f. rendering account of the lawful and efficient use of the movable and immovable property.
3. Staff of the Real Estate Management and Maintenance department can take decisions regarding granting assignments in the context of management and maintenance of buildings, more specifically malfunctions, preventive maintenance, contract management, and replacement maintenance, in accordance with Appendix 3.

Article 18 University databases

1. University databases refers to all data collections within the University that are collected and maintained for the purpose of the functioning of the University organization.
2. The management of the databases includes, in any case, the following legal acts and practices:
 - a. the storage and protection of the databases and the establishment of rules for them, as well as the logical and physical safeguarding of automated data processing;
 - b. determining the organization of the databases;
 - c. the way in which databases or parts of them are made available to users;
 - d. monitoring the lawful use of databases;
 - e. rendering account of the lawful and efficient use of the databases, and
 - f. regulating the public nature of the databases, including the regulation of an individual's access to those parts of the databases containing data on that individual.

Article 19 Finances

1. The term University finances refers to the government funding referred to in Article 2.5 of the WHW and the other funds that are available to the University.
2. The management of University finances includes, in any case, the following legal acts and practices:
 - a. safeguarding finances;
 - b. entering into financial obligations;
 - c. making payments and authorizing payments;
 - d. financial administration;
 - e. monitoring the lawful and efficient use of finances;
 - f. rendering account of the lawful and efficient use of finances;
 - g. collecting funds.
3. The legal acts and practices performed in the context of managing University

finances shall extend to monies that have been entrusted to the University by third parties, if and to the extent that there is agreement between the Board of the University and those third parties in this respect¹.

Article 20 Working conditions and the environment

1. Given the nature and structure of the University, the Board of the University deems it desirable that responsibility for managing the obligations and duties of care associated with safety, health, and other working conditions should be placed at the level at which responsibility for the underlying activities already lies (i.e. the decentralized management of the various administrative units and, more specifically, the faculty boards and University service unit management).
2. In general, management tasks relating to safety refer to:
 - a. ensuring the health and safety, and well-being of persons who are regularly present in the buildings or on the grounds of the University;
 - b. ensuring the health and safety, and well-being of persons who, with the approval of the Board of the University, perform tasks in the buildings or on the grounds of the University, including compliance with environmental legislation;
 - c. the security of the movable and immovable property of the University;
 - d. environmental care as a result of operations taking place in buildings or on University premises.
3. More specifically, management tasks relating to safety, health, and other working conditions refer to:
 - a. In organizing work, setting up workplaces, and determining production and practices, the faculty board or University service unit management ensures and is responsible for the highest possible level of safety, the best possible health protection, and the promotion of well-being at work, taking into account the generally recognized rules of technology and the state of occupational healthcare, as well as the state of ergonomics and the state of labour studies or business management, to the extent that the work is performed in buildings or on sites falling under the responsibility of the faculty board.
 - b. The faculty board or University service unit management ensures the implementation of all measures and regulations relating to health, safety, and environmental management issued by the Board of the University, whether or not as part of the health, safety, and environmental management structure.
 - c. The faculty board or University service unit management is authorized to assign tasks in the area of working conditions to supervisors and/or relevant competent officers working within the unit. The assignment of tasks must be made in writing, with a precise description of the activities. The faculty board or University service unit management ensures that these assignments are made known to the staff members and students working within the unit, in addition to ensuring that they are communicated in writing to the Board of the University.
 - d. The faculty board or University service unit management ensures compliance with and implementation of the conditions and obligations arising from permits pursuant to nuclear and environmental legislation, which apply to the buildings and sites pertaining to the Board.

¹ ² Registered Goods section, Treasury Statute 25 March 2019

- e. The faculty board or University service unit management ensures that, when applying for, renewing, or extending environmental permits, the Occupational Health, Safety, and Environment department (AMD), which coordinates permit applications, is involved in a timely manner, in accordance with Article 39 of these regulations.

Article 21 Teaching and Student Affairs

Management relating to teaching and student affairs includes, among other things:

- a. awarding subsidies for student facilities, granting scholarships and facilities, as well as providing loans and gifts, based on the regulations adopted by the Board of the University;
- b. housing of foreign and domestic students based on existing agreements in this area;
- c. registration and deregistration of students and reimbursement of tuition fees;
- d. admission and provisional admission of students with previous education abroad.

Section II: Mandating management powers

Article 22 General mandate for managers

1. The Board of the University can delegate to a manager a further specified part of the management powers as described in paragraph I of Chapter II of these regulations. Further rules can be set for each management power in a specific mandate regulation, including the applicable UG Mandate Regulations for Staff Affairs (Appendix 2) and the Procurement Schedule.
2. Each manager has a mandate for all legal acts that are necessary for the daily management of the management unit, subject to limitations in these regulations and the further rules based on them or in other legislation or regulations, taking into account the policy adopted by the Board of the University and taking into account the objectives of the University and those of the management unit in particular.
3. If a proxy exercises a mandate on behalf of the Board of the University under these regulations and takes a decision that has a significant influence on the integral responsibility of the manager – including, in any case, a decision that leads to an obligation charged to the budget of an administrator – the proxy will only exercise the mandate granted in consultation with the administrator. If the proxy and the administrator disagree about the decision to be taken, the subject of the decision or legal act will be submitted to the Board of the University for a decision.

Article 23 No mandate

1. In any case, the Board of the University does not mandate:
 - a. the authority to appoint and dismiss professors, directors of University service units, faculty administrators, and other officials within the organization to be specified in further guidelines, as well as hiring persons to perform work other than on the basis of an employment contract (this does not include getting advice from experts such as lawyers or accountants) for remuneration exceeding the maximum fee referred to in the Executives' Pay (Standards) Act for the remuneration of (non) executives in the public and semi-public sector;
 - b. decisions on employment, assessment, remuneration, relocation, disciplinary measures, and/or involuntary dismissal of the management of a University service;
 - c. the authority to impose disciplinary sanctions, as referred to in the Collective Labour Agreement of Dutch Universities (CAO-NU);
 - d. taking out loans and investment of funds, as well as the opening of bank accounts;

- e. acceptance of donations and legacies;
 - f. foundation of buildings, the acquisition, alienation, encumbrance, and use of immovable property, including the granting of permission to cancel mortgage registrations and attachments, as well as any other act of ownership;
 - g. entering into – and putting forward defence in – lawsuits, assigning disputes to arbitrators, reaching settlements, agreeing to a settlement, acquiescing in judicial decisions, and the decision of arbitrators;
 - h. entering into obligations or incurring expenses in excess of the amounts/agreements determined by or pursuant to these regulations, insofar as these exceed a monetary value to be determined by the Board of the University;
 - i. the decision on objections against decisions taken by or on behalf of the Board of the University;
 - j. awarding University frameworks and other agreements in the context of a European tender.
2. Pursuant to the law, a power of attorney to represent the University in or out of court is granted by the President of the Board of the University.

Article 24 Power of attorney

Granting a power of attorney to perform legal acts under private law is subject to Chapter III of these regulations.

Section III: Special mandate

Article 25 Binding study advice

The Board of the University grants the faculty boards a mandate to provide study advice as referred to in Article 7.8b WHW.

Article 26 Digital portal and digital systems

The Board of the University grants the Administrative & Legal Affairs department mandates, after receiving a statement of agreement from the faculty board or University service unit management in question, to digitally sign various agreements – including Declarations of Honour, Grant Agreements, ICT agreements, MoUs, student (and other) exchange agreements, double and joint doctorate agreements, and preliminary and definitive award letters and agreements relating to European tenders – in digital portals, such as but not limited to the digital portal of the European Union, digital systems (e.g. Validsign), SURFmarket, and DocuSign.

Article 27 eRecognition

The Board of the University can grant officials within the University a mandate to apply for permits and/or grant applications for which the eRecognition login is required.

Article 28 Granting mandate with regard to legal procedures

1. The department head of the Administrative & Legal Affairs department is authorized, on behalf of the President of the Board of the University, to represent the University, as a legal person under public law or the Board of the University as an administrative body, in the filing, handling, or withdrawal of notices of objection; the filing, handling, or withdrawal of appeal (or higher appeal) proceedings; and all other proceedings not subject to compulsory legal representation.
2. The department head of the Administrative & Legal Affairs department is authorized to designate co-delegates on behalf of the President of the Board of the University for the representation of the University as a legal entity under public law or of the Board of the University as an administrative body in the proceedings referred to in Section 1.
3. The department head of the Administrative and Legal Affairs department is authorized to engage a lawyer on behalf of the President of the Board of the

- University for advice or to represent the University in legal proceedings.
4. The department head of the Administrative and Legal Affairs department is authorized to handle, on behalf of the President of the Board of the University, complaints for which no other body or person has been designated within the University.
 5. The department head of the Administrative & Legal Affairs department is authorized to take decisions regarding provisions for the financial support of students as referred to in Article 7.51 of the WHW (Profileringfond's Regulations).
 6. The department head of the Administrative & Legal Affairs department is authorized to deploy staff members of the aforementioned department to perform the tasks under paragraphs 1, 2, and 3 of this article.
 7. The Faculty Boards are mandated to sign, extend, or renew inter-institutional agreements (e.g. Marco Polo and Erasmus+) that have been approved by the Administrative & Legal Affairs department to sign, extend, or renew approved interinstitutional Erasmus+ agreements.
 8. Article 4 of these regulations does not apply to this article.

Article 29 Signing internship documents

The faculty boards may mandate officers to have final responsibility for internship supervision for specific programmes, as well as for handling the signing of the related internship documents (e.g. the UNL internship agreement and the Nuffic agreement for non-EU/EEA students). These mandates (or sub-mandates) must be included in the prescribed register, in accordance with Article 13.4 of these regulations.

Article 30 Absence of the plenary Board of the University

In situations where the plenary Board of the University is absent, the Board of the University can grant a mandate to the management board of University Services and/or other officials to take decisions and take care of the associated signing, digital or otherwise, of documents and papers.

Chapter III: Power of attorney to perform legal acts under private law or an authorization to perform acts that are neither a decision nor a legal act under private law

Section I: General provisions

Article 31 General provisions

1. The Board of the University may grant powers of attorney to the boards of the faculties, with the exception of the Faculty of Medical Sciences, and to the management boards of the University service units to perform legal acts under private law, in accordance with the provisions below.
2. In any case, no power of attorney will be granted to perform the following legal acts:
 - a. taking out of loans and the investment of funds, as well as the opening of bank accounts;
 - b. acceptance of donations and legacies;
 - c. foundation of buildings, the acquisition, alienation, encumbrance, and use of immovable property, including the granting of permission to cancel mortgage registrations and attachments, as well as any other act of ownership;
 - d. creating legal entities, alone or together with other parties, or participating in any way in existing legal entities;
 - e. entering into – and putting forward defence in – lawsuits, assigning disputes to arbitrators, reaching settlements, agreeing to a settlement, acquiescing in judicial decisions and the decision of arbitrators;
 - f. agreements with the tax inspector or other persons on tax matters and decisions that affect the fiscal position of the University;

- g. entering into University frameworks or other agreements in the context of a European tender;

Article 32 General and financial limitations for powers of attorney

Carrying out legal acts under private law as described in these regulations is limited to the amounts determined by the Board of the University in the Procurement Schedule.

Section II: Special powers of attorney

Article 33 Power of attorney for the faculties and University service units

1. The boards of the faculties, with the exception of the Faculty of Medical Sciences, and the management boards of the University service units, as listed in the BBR, have the authority to perform all legal acts under private law that are necessary for the daily management of the faculty or University service respectively, subject to the limitations in these regulations or in other legislation or regulations.
2. The boards and management boards only exercise powers within the policy established by the Board of the University insofar as this remains within the annual budget approved by the Board of the University for the faculty or department in question.
3. When exercising this authority, the boards and management boards engage those University service units with a specific task in the area to which the legal acts relate and respect the powers of attorney these services have. Articles 32 to 38 regulate these specific tasks.
4. The boards and management boards adhere to the Purchasing and Tender Policy and the framework and other agreements that the Board of the University has entered into with regard to works, deliveries, and services, and do not carry out any legal acts outside those frameworks or other agreements.
5. The boards and management boards can transfer the authorization laid down in this regulation to staff members. In the absence of this official, their formal deputy may exercise the sub-power of attorney. This transfer requires the approval of the Board of the University and is published in the register of the faculty or service unit concerned.
6. The faculty boards and, where appropriate, the management boards of University service units are, after assessment of the legal, fiscal, and financial aspects by the authorized departments of University Services, authorized to enter into routine second flow of funds and third flow of funds contracts up to an amount of EUR 221,000 per agreement. This limit does not apply to EU agreements. For grant applications, if no matching obligation or central contribution is requested from the Board of the University, the faculty board is authorized to submit grant applications and signing the documents to enable filing.
7. The faculty boards and, where appropriate, the management of University service units are authorized, after assessing the legal and financial aspects, the latter insofar as obligations are entered into outside the operating budget, by the competent departments of University Services, to carry out legal (and other) acts resulting from single and/or multiple private tenders for Works up to an amount of €221,000 and for tenders for Supplies and Services up to the European threshold value set and published by the European Commission.

Article 34 Power of attorney for the librarian

In accordance with the Procurement Schedule, the librarian is authorized to enter into obligations for the benefit of the University Library collection.

Article 35 Power of attorney for the management board of the Center for Information Technology

In accordance with the Procurement Schedule, the management board of the Center for Information Technology is authorized to enter into obligations for information technology within the University. This includes actions that concern the integrated safety of university digital systems and staff. This includes taking decisions on acute protection measures, such

as shutting down systems in the event of cyberattacks. If no further coordination with the proxy is possible, the management board of the Center for Information Technology may, in extreme cases, take decisions on acute protection measures independently.

Article 36 Power of attorney for the Purchasing department

In accordance with the Procurement Schedule, the department head of the Purchasing department is authorized to perform executive acts within the existing tender procedures regarding works, deliveries, and services for the University. Executive acts as referred to in this article expressly does not cover acts with private law consequences.

Article 37 Power of attorney for the head of the Real Estate Organization

In accordance with the Procurement Schedule and in accordance with Appendix 3, the head of the Real Estate Organization is authorized to enter into obligations for real estate-related matters of the University.

Article 38 Power of attorney for the Tender Board

1. The University has established a Tender Board for the procurement of supplies, works, or services. The Tender Board is an assessment committee that is authorized to take decisions on procurement on behalf of the Board of the University and that provides solicited or unsolicited advice on procurement and other procurement-related matters.
2. The Tender Board takes decisions regarding at least the following:
 - a. the Procurement Project Plan (IPP);
 - b. the European (or other) Tender Document;
 - c. the award advice/award decision;
 - d. deviations from the University's Purchasing and Tender Policy;
 - e. other documents requiring decision-making (e.g. a unique procedure and the negotiating procedure without notice).
3. The Tender Board Regulations are attached as Appendix 5.

Article 39 Power of attorney for the official designated as Patent Attorney

In accordance with the Procurement Schedule and after advice from the Administrative and Legal Affairs department on legal aspects, the aforementioned official is authorized to carry out preparatory actions in connection with the protection of intellectual property based on their task of valorizing knowledge in the broadest sense, through patent law, copyright, trademark law, know-how, or other forms of intellectual property, including the application for a patent up to an amount of EUR 30,000 per patent, as well as all executive actions related to the protection of intellectual property, including maintaining a patent, and is obliged to report on this regularly. The Board of the University decides on the protection of intellectual property, such as applying for a patent.

Article 40 Occupational, Health, Safety and Environment department

1. In acute safety situations, the Occupational Health, Safety, and Environmental department (AMD) can independently take measures to secure the situation, after having been determined by the relevant expert (radiation protection expert, biological safety officer, environmental expert, higher safety expert, laser safety officer).
2. The radiation protection expert in the position of General Coordinating Radiation Protection Expert as referred to in the KEW UG Complex Licence is appointed by the Board of the University. The aforementioned expert is tasked with carrying out all activities as referred to in the Nuclear Energy Act, related regulations, and basic safety standards. The Board of the University mandates this officer to draw up and implement (or have implemented) the related regulations and instructions and to grant Internal Permissions.
3. The AMD has a coordinating role in the application, extension, or renewal of

various licences, permissions, and exemptions in the field of safety, health, environment, and working conditions, in accordance with Article 20 of these regulations.

Chapter IV Final provisions

Section III: Miscellaneous

Article 41 Transitional provision

1. Existing regulations that are not in conflict with this regulation are deemed to be based on this regulation.
2. All guidelines regarding the handling of mandates and/or powers of attorney are deemed to apply to the granting of mandates and powers of attorney under these regulations from the time these regulations come into effect.

Article 42 Entry into force

These Regulations will enter into force on 26 August 2025.

Article 43 Reference title

This regulation is referred to as the UG Mandate and Authorization Regulations.

Article 44 Appendices

Appendix 1: Procurement Schedule Appendix 2: UG Mandate Regulations for Staff Affairs 2019

Appendix 3: Mandate overview Real Estate Organization

Appendix 4: Agreements on Financial and Staff Responsibility University Services 2023

Appendix 5: Tender Board Regulations

Appendix 6: Sample register of sub-mandates

The Regulations will be posted on the website of the University of Groningen.

As adopted on 18 July 2023, subsequently amended and re-adopted on 1 January 2024, updated and re-adopted on 26 August 2025.

Explanatory notes to the Mandate and Authorization Regulations of the University of Groningen

Introduction

The Higher Education and Research Act (WHW), article 9.2 WHW, assumes that the Board of the University is authorized to govern and manage the University. This implies that all legal acts are, in principle, performed by or on behalf of the Board of the University.

For legal acts under private law, the University participates in legal transactions like any other person or legal entity. This includes, in particular, matters such as purchase, rental, tendering for a building, entering into a third flow of funds contract, taking out insurance, etc. For legal acts under public law, the University acts in the capacity of a public law legal entity that provides education and conducts research. This includes matters such as registering students, collecting tuition fees, etc

The Board of the University will not perform all these legal acts itself. Officials will be authorized to perform legal acts under private law. In public law, this is referred to as a mandate.

However, the management of the University as a whole is not conducted solely at a central level by the Board of the University. Under the WHW, certain administrative powers are not vested primarily in the Board of the University, but directly assigned to the faculty board. For example, under Article 9.15 of the WHW, the faculty board is charged, among other things, with establishing the teaching and examination regulations and determining the faculty's annual research programme.

In addition to the powers granted by law, the powers of the faculty board include the powers delegated to the faculty board by the Board of the University. An example of this is providing study advice on behalf of the Board of the University, as referred to in Article 7.8b WHW.

Management powers

Management powers, such as management of the University's staff and finances, strictly speaking are vested in the Board of the University in view of the legal formulation. The basic principle is that where efficiency and effectiveness in the implementation of management matters so demand, powers can be delegated by the Board of the University to the faculty boards and/or management boards of service units.

Instrument of mandate

The instrument of 'mandate' can be used as 'the vehicle' for integration of governance and management. Where the faculty board exercises administrative powers at the faculty level, the directly related and necessary management powers can also be delegated by mandate.

Instrument of power of attorney

Powers of attorney are regulated in Title 3 of Book 3 of the Dutch Civil Code. The key principle is that if the authorized representative enters into an agreement with a third party on behalf of the principal (for example, for purchase), then that agreement is formed, and the principal and the third party are the two parties to this agreement. If it then becomes apparent that the representative was not authorized, two things can happen. The first possibility is that the agreement is formed *anyway*. This is possible if the principal ratifies the agreement. But the agreement is also formed if the third party could rely on the appearance of authorization, i.e. the third party could 'reasonably assume' that there was power of attorney. The third party can do this based on the persuasiveness of the behaviour and statements of the pseudo-

representative. The second possibility is that the agreement is *not* formed because the pseudo-principal does not subsequently ratify the agreement, or because there was no appearance on which the third party could reasonably rely. In that case, the pseudo-authorized representative is obliged to compensate the third party (Article 3.70 of the Dutch Civil Code).

Brief description of the most common legal acts under private law

As a University, we participate in commercial transactions in order to be able to perform our primary tasks in the area of teaching and research. We buy land and/or buildings, or we have buildings constructed. Sometimes, we rent buildings, and occasionally we rent them out. We buy inventory, equipment, books, and chemicals. With the entry into force of the WNRA on 1 January 2020, hiring staff became a legal act under private law. We also hire consultancy services, such as hiring a management consultancy firm. The third flow of funds is also important. The agreements we enter into with companies or the government (including the EU) to conduct research are service agreements under private law. This also applies to agreements with buyers of post-academic education. An extension of research is the acquisition of patents, which is also a private law matter par excellence. The powers of attorney, if granted, will have to cover all these types of actions.

Purchase and service agreements that fall within the representative domain are somewhat different. This includes buying flowers, going out for dinner with the department or with guests, etc. From a legal perspective, these agreements are also entered into on behalf of the Board of the University.

Appendix 1: Procurement Schedule

(Available only in Dutch. Please refer to the University's intranet for the most current version of this appendix.)

Appendix 2: UG Mandate Regulations for Staff Affairs 2019

(Only available in Dutch. Please refer for the most current version of this appendix to the university's intranet)

Appendix 3: Mandate overview Real Estate Organization

- N.B. All amounts mentioned are excluding VAT.
 N.B. All acts mentioned that are legal in nature and are based on an agreement or similar document must be coordinated in advance with the Administrative & Legal Affairs department.

PROXY	MANDATE CONTENT
Real Estate Director	<p>FINANCES/LEGAL ACTS UNDER PRIVATE LAW</p> <p>A: Regarding operation: Decisions to perform legal acts or performing legal acts under private law that are directly related to and result from the regular tasks of the management board and for which the budget adopted by the Board of the University (including the budget approved by the Board of the University) finances the Real Estate Organization. In any case, this includes:</p> <ul style="list-style-type: none"> - the mandatory payment to the Dutch Emissions Authority of emission rights in the registers for CO₂ and NO_x. - With regard to orders and cost invoices: decisions within the operating and/or project budget and guidelines established by the Board for a total financial value up to EUR 221,000 (in words two hundred and twenty-one thousand euros); <p>B: As indicated in the procurement schedule, real estate expenses and investments up to EUR 200,000 (in words, two hundred thousand euros).</p> <p><u>Exceptions to the mandates mentioned under A:</u></p> <ul style="list-style-type: none"> a. forming, participating in, or liquidating legal entities related to the University; b. decisions to take out or provide loans and make investments; c. opening or closing a University-related bank or giro account; d. acquiring, alienating, and encumbering immovable property. e. renting and letting and giving in use of immovable property; f. legal charges; g. insurance; h. establishment of rights in rem (decisions to enter into, amend, and cancel agreements on granting rights in rem such as a right of superficies or an easement in favour of system operators (including water operators) as well as the establishment, amendment, and termination

	<p>of the real rights of superficies arising from these agreements)</p> <p>PERMIT APPLICATIONS/LEGAL ACTS UNDER PUBLIC LAW Applying for permits on behalf of the University in the context of the Environment and Planning Act, including the submission of additional information and considerations, with the exception of submitting views and objections.</p> <p>Implementation of decisions that are part of the Real Estate Director’s regular task. This includes: - conducting road management for University roads, paths, and sites as referred to in the Road Traffic Act and the Road Traffic Administrative Provisions Decree (BABW); - exercising the powers under the Environmental Management Act and other relevant environmental laws; - exercising the powers under the Working Conditions Act; - within the framework of the Working Conditions Act, issuing guidelines and instructions to proxies on exercising powers with regard to the management of buildings and the care for working conditions.</p> <p>In other cases: within specific project mandates granted by the Board of the University. This mandate decision likewise does not apply to externally hired staff. The Board of the University must take a mandate decision in that case.</p>
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B. Sub-mandate of the Board of the University

PROXY	MANDATE CONTENT
<p>Department Head of Real Estate Projects, Business Office, Strategy and Development, Management and Maintenance</p>	<p>Entering into construction agreements up to EUR 50,000</p> <p>Entering into agreements within the scope of tenders for works and works-related supplies (e.g. building materials) and services (e.g. agreements with consultants) up to EUR 50,000</p> <p>Decisions to award contracts in the context of management and maintenance up to EUR 50,000 regarding: - Malfunctions (corrective) - Preventive maintenance - Contract management (both corrective and preventive maintenance) - Replacement maintenance - Licences for use of software, etc</p>

Team leader	<p>(with regard to management and maintenance team leader) Decisions to award contracts in the context of management and maintenance up to EUR 15,000 for:</p> <ul style="list-style-type: none"> - Malfunctions (corrective) - Preventive maintenance - Contract management (both corrective and preventive maintenance) - Replacement maintenance – Licences for use of software, etc
Project manager	<p>Decisions to award contracts in the context of real estate projects up to EUR 15,000.</p>
Project leader	<p>Decisions to award contracts in the context of real estate projects up to EUR 15,000.</p>
Asset Owners	<p>Decisions to award contracts in the context of management and maintenance up to EUR 5,000 for:</p> <ul style="list-style-type: none"> - Malfunctions (corrective) - Preventive maintenance - Contract management (both corrective and preventive maintenance) - Replacement maintenance – licences for use of software, etc
Management technician	<p>Decisions to award contracts in the context of management and maintenance up to EUR 1000 for:</p> <ul style="list-style-type: none"> - Malfunctions (corrective) - Preventive maintenance - Contract management (both corrective and preventive maintenance) - Replacement maintenance - Licences for use of software, etc <p>Orders up to EUR 500 are automatically in accordance with the Procurement Schedule above.</p>

Appendix 4: University Services Working Agreements 2023

(Available only in Dutch. Please refer to the University's intranet for the most current version of this appendix.)

Appendix 5: Tender Board Regulations

(Available only in Dutch. Please refer to the University's intranet for the most current version of this appendix.)

Appendix 6: Sample register of sub-mandates

(Available only in Dutch. Available only in Dutch. Please refer to the University's intranet for the most current version.)

Faculty/University service unit	Mandate*	Explanation of mandate	Sub-mandate (Yes/No)**	Further guidelines for the sub-mandate	Date of CvB decision

* A mandate exists if it is granted directly by the mandator (the Board of the University). This includes powers that have not previously been mandated (if this is the case, it is a sub-mandate).

** A sub-mandate must always first be approved by the primary mandator (the Board of the University).

Please note: The register above is a further elaboration of the register obligation arising from Article 13 of the University of Groningen Mandate and Authorization Regulations.