

## **Resolution Number 26**

*of the Signing Committee of the Board of Governors of the University of British Columbia*

### **CLICKTHROUGH AGREEMENTS**

RESOLVED THAT:

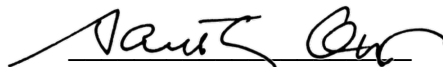
1. In this resolution, a “**Clickthrough Agreement**” means any electronic document that: (i) is an agreement for the use of software or for access or use of an online service, and may be referred to as an End User License Agreement, (ii) requires a prospective user to agree to certain terms and conditions, (iii) is non-negotiable, and (iv) requires a prospective user to digitally “click” on a button or checkbox or similar symbol in order to accept its terms and conditions.
2. Each individual who has been duly issued a UBC Credit Card may use their UBC Credit Card to enter into a Clickthrough Agreement with a value of more than \$0.00 but not exceeding \$5,000, or if applicable, the per transaction limit stipulated by the individual’s unit, whichever is lesser. In this paragraph 2, “UBC Credit Card” means a credit card issued in the University’s name (known as a “P-Card”, “UBC Travel & Expenses Card” or such other names as are from time to time given to it by the individual’s unit).
3. Each individual that has advance authority to incur expenses on a University administered account, including grant and contract accounts, may enter into a Clickthrough Agreement with a value of more than \$0.00 but not exceeding \$5,000 and charge the value of such Clickthrough Agreement against such account, provided that such expense is otherwise permitted under the terms of the spending account and the individual’s authority over that account.
4. A Clickthrough Agreement that has a face value not exceeding \$5,000 is duly authorized and executed by the University when executed by **any one** individual in a unit, provided that prior to the individual executing the Clickthrough Agreement, the individual’s Administrative Head of Unit has sent the individual an email confirming the individual’s authority to execute the Clickthrough Agreement.
5. A unit whose Administrative Head of Unit has authorized a Clickthrough Agreement under paragraph 4 is responsible for:
  - (a) any liability arising from such Clickthrough Agreement;
  - (b) maintaining a copy of such Clickthrough Agreement; and
  - (c) providing an annual accounting of Clickthrough Agreements to UBC Supply Management.
6. For the purposes of this resolution, the term “**Administrative Head of Unit**” is any of the following: Director of a service unit; Head of an academic department; Director of a centre, institute or school; Principal of a college; Dean; Associate Vice-President; University Librarian; Registrar; Vice-President; Deputy Vice-Chancellor and Principal; or President.
7. If a Clickthrough Agreement exceeds the monetary limits set out in paragraphs 2 through 4, a printable version of the Clickthrough Agreement must be sent to Supply Management & Financial Operations for the Clickthrough Agreement to be reviewed and executed

under Signing Resolution 15. Once the Clickthrough Agreement has been signed under Signing Resolution 15, any one individual in a unit may then “click” to accept the terms and conditions of the Clickthrough Agreement.

8. Notwithstanding the foregoing, if any Clickthrough Agreement contains an indemnity given by the University in favour of another party(ies), each University signatory to that Clickthrough Agreement must ensure that the indemnity has been approved in accordance with the University’s current indemnity approval process prior to signing the agreement. For information about the indemnity approval process, contact the Office of the University Counsel.
9. Notwithstanding the foregoing, the authorizations set out in paragraphs 2 through 4 will not extend to:
  - (a) any commitment or agreement which exposes the University to an uncertain and potentially significant liability;
  - (b) a commitment or agreement that is precedent-setting or involves sensitive issues;
  - (c) an agreement whereby the University is disposing of an interest in land for a term of ten years or more; and
  - (d) any commitment or agreement that a member of the Board of Governors requests be brought before the Board of Governors for approval.

*Signed at Vancouver this 29th day of September, 2020.*

  
Chair of the Board

  
President