

Header

Policy Name and Number: **Electronic Signature Policy** (L2.1)

Policy Developer(s): Office of Legal Affairs

Original Date: November 30, 2023

Last Review Date: November 30, 2023

Approval Date: November 30, 2023

Contact Person for Website: General Counsel

Body

POLICY

This Policy addresses and prescribes the circumstances under which those with [Signatory Authority](#), other employees, and students may utilize an [Electronic Signature](#) when signing documents on behalf of John Carroll University (“the University”) and the procedures they must follow when doing so. Employees should consult the [Contract Approval & Signatory Authority Policy II-4](#) to determine whether they possess signatory authority before signing any documents on behalf of the University.

PURPOSE

To inform the University employees including those with [Signatory Authority](#), as well as students, when they may utilize an [Electronic Signature](#) when signing documents on behalf of the University. This policy also explains the procedures that must be followed when utilizing an Electronic Signature.

SCOPE

This policy pertains to all employees and students of the University campus

FEDERAL AND STATE LAW

The use of [electronic signatures](#) is governed by the [Federal Electronic Signatures in Global and National Commerce Act \(“E-Sign Act”\)](#) and the [Ohio Uniform Electronic Transactions Act \(“UETA”\)](#) as set forth under Ohio Revised Code Section 1306. Use of Electronic Signatures according to this policy shall be in compliance with the E-Sign Act and UETA.

PROCEDURES

- A. Authority to Use an [Electronic Signature](#)
 - I. As with paper documents, only employees with [Signatory Authority](#) may sign electronic documents on behalf of the University. Any document signed on behalf of the University by a person without Signatory Authority shall not be considered to be binding on the University. Students and other employees may utilize [Electronic Signatures](#) when needed to execute documents on their behalf,

L2.1 Electronic Signature Policy

but no one without Signatory Authority may sign a document, electronically or otherwise, for or on behalf of the University.

2. An Electronic Signature is attributable to a person if it was the act of the person. The act of the person may be shown in any manner, including a showing of the efficacy of any security procedure applied to determine the person to which the electronic signature is attributable.
 3. Examples of Electronic Signatures that are legally valid and acceptable at the University are when 1) the signatory utilizes a unique and secure log-in specific to the individual signing the document and/or 2) the software or equipment is capable of providing an [Audit Report](#) indicating when and where a document was signed, and by whom. A signatory can indicate their authority to electronically sign a document without an actual signature, as long as the Electronic Signature includes an electronic sound, symbol, or process attached to or logically associated with a record and executed or adopted by a person with the intent to sign the record.
 4. Falsification of any Electronic Signature or related electronic record pertaining to the Electronic Signature is prohibited. It is a violation of this policy for an individual to sign under the assumed identity of another individual.
- B. Use of an [Electronic Signature](#)
1. The University recognizes an electronic signature as legally binding to the fullest extent permitted by law. Use of an Electronic Signature only applies to transactions between parties when each party has agreed to conduct transactions by electronic means, which may be expressly agreed to by the parties or determined from the context and surrounding circumstances, including the parties' conduct.
 2. Generally, an Electronic Signature carries the same legal status and ability to bind as a written signature. While parties may opt to utilize Electronic Signatures, nothing in this policy shall impose a requirement to use an Electronic Signature rather than a written signature on a printed document.
 3. Under the [Ohio Uniform Electronic Transactions Act](#), an Electronic Signature cannot be used for the following documents:
 - i. Probate documents such as wills, codicils, and testamentary trusts
 - ii. Family law documents such as adoption agreements, separation agreements, and divorce decrees
 - iii. Official utility shut off notices for gas, electricity, etc.
 - iv. Repossession, foreclosure, or eviction documents pertaining to a residence
 - v. Notice of a product recalled for health or safety purposes
 - vi. Documents required for the transportation of hazardous materials or toxic substances
 - vii. Any letter related to the termination of health or life insurance benefits
 - viii. Title documents

L2.1 Electronic Signature Policy

- ix. Investment securities documents; and/or
- x. Secured transaction documents

C. Method of Use of an [Electronic Signature](#)

1. When it is appropriate to use an Electronic Signature under this policy and the signature is required for a transaction involving an outside third party, an Electronic Signature must be requested through an approved [Electronic Signature Service](#). An exception to this requirement is permissible when the signature is sought by a member of the University community to sign and approve a document via a secure portal or log-in, as outlined in section 5 below. A person's name typed into a document is not an acceptable Electronic Signature under this policy.
2. When an Electronic Signature is requested from a University employee by an outside third party, the employee shall first confirm that they possess the [Signatory Authority](#) needed to sign the document in question and request that the outside party send the request for an Electronic Signature through an approved Electronic Signature Service. When possible, the University employees are advised to request a copy of the [Audit Log](#) for the document from the outside party for their records. If an outside party is unable to send a request for an Electronic Signature from an approved Electronic Signature Service, then the employee should request an unsigned copy of the document, and sign the document manually or, if applicable, upload it to a University Electronic Signature Service, apply their signature, and send a request for an Electronic Signature to the outside party.
3. Requests for procurement of any University Electronic Signature Service shall be reviewed, coordinated and approved by the Office of Finance and Administration and Information Technology Services. Prior to final approval, all requests for the approval of a new Electronic Signature Service also must be submitted to the Office of Legal Affairs to review the legal sufficiency of the proposed service(s).
4. The addendum to this policy contains all approved Electronic Signature Services at the University. Any Electronic Signature Service not identified in this addendum shall not be considered to be approved for use by employees of the University.
5. Members of the University community may be asked to electronically approve and sign documents indicating acceptance of terms of an agreement or a policy, or their agreement or acknowledgement of documents such as waivers of liability. Such electronic signatures are legally valid and acceptable at the University when the signatory 1) utilizes a unique and secure log-in specific to the individual signing the document and/or 2) is capable of providing an Audit Report indicating when and where a document was signed, and by whom. Such a document can be electronically signed without an actual signature, as long as the Electronic Signature includes an electronic sound, symbol, or process attached to or logically associated with a record and executed or adopted by a person with the intent to sign the record.

DEFINITIONS

- A. **Electronic Signature:** Both the [E-Sign Act](#) and the [Ohio Uniform Electronic Transactions Act](#) define an Electronic Signature as an electronic sound, symbol, or process attached to or logically associated with a record and executed or adopted by a person with the intent to sign the record. A scanned image of an actual pen-and-ink signature is legally considered an actual signature, not an electronic signature, when accompanied by intent to sign.
- B. **Electronic Signature Service:** Any computer program or software that enables a person to provide an Electronic Signature via a computer, laptop, tablet, or other electronic device.
- C. **Signatory Authority:** The authority to sign contracts and other agreements on behalf of the University. This authority is granted to employees in accordance with the University's [Contract Approval & Signatory Authority Policy II-4](#).
- D. **Audit Log:** A digital log that archives all activities when using Electronic Signature Services, which typically includes information identifying when and where a document was signed, and by whom. An Audit Log may alternately be referred to as an audit trail, audit report, or certificate of completion. These logs enable the entities involved in a transaction to verify each Electronic Signature and trace it back to the signer.

CROSS REFERENCES

University Policies

[Contract Approval & Signatory Authority Policy II-4](#)

Laws

- A. [E-Sign Act](#)
- B. [Ohio Uniform Electronic Transactions Act](#)

This policy will next be reviewed **five years** from the approval date/date of last review.