

November 9, 2001

PROCUREMENT CIRCULAR NO. 2001-12

TO: All Executive Departments
(Except DOE, OHA & UH)

FROM: Aaron S. Fujioka
Chief Procurement Officer
State Procurement Office

SUBJECT: Rescission of the Corporate Resolution and Corporate Seal
Requirements for Contracts

The purpose of this circular is to advise that the Department of the Attorney General has made the corporate resolution and corporate seal requirements for contracts optional.

The Department has informed this office that there is no legal requirement for the contractor's corporate seal to be affixed to contracts, nor is there a legal requirement for the contractor's corporate resolution, evidencing the signatory's authority to bind the contractor, to be attached to the contract.

However, in making the business or policy decision to rescind or maintain the corporate seal and resolution requirement, the degree of assurance sought by the State of the signatory's authority to bind the contracts should be determined. This office has accepted the notary public acknowledgment as an adequate level of assurance. If your department decides to do the same, this office recommends that the attached contractor's acknowledgment form be used as the model.

If you have any questions, feel free to contact me at 587-4700.

Attachment

c: CPOs
UH
HHSC

CONTRACTOR'S ACKNOWLEDGMENT:

STATE OF _____)
_____ COUNTY OF _____) : SS.

On this ____ day of _____, 20_____, before me
appeared _____ and _____, to me known,
to be the person(s) described in and, who, being by me duly sworn, did say that he/she/they is/are
and _____ of _____, the Contractor named in
the foregoing instrument, and that he/she/they is/are authorized to sign said instrument on behalf
of the Contractor, and acknowledges that he/she/they executed said instrument as the free act
and deed of the Contractor.

(Notary Seal)

(Signature)

(Print Name)

Notary Public, State of _____

My commission expires : _____