

## **CONTRACT GUIDELINES**

The following is a list of guidelines and the contract review process put forth by the Office of General Counsel. It contains important information and deadlines to get contracts processed and signed. Please review the following information carefully. For specific information on a particular contract or circumstance, please contact or visit the [Office of General Counsel](#).

1. **Do not sign Contracts yourself!** A Contract is any document that obligates or legally binds the University to do something in exchange for the other party's agreement to do something else. Any document that requires a signature on a Contract, even if there is no money involved.
2. There are only two (2) individuals who have been authorized by the Board of Trustees to sign contracts/agreements on behalf of the University:
  - President; and
  - Vice President of Business and Finance (the Treasurer).
3. In order to have one of these two (2) authorized persons sign your Contract, a hard copy and work copy of the Contract, including any attachments must first be emailed to the Office of General Counsel for review.
4. Contracts to be reviewed must be either emailed (preferred), or hand delivered to the Office of General Counsel.
5. The review will be for legal compliance and for compliance with applicable University policies. For instance, one example - Vendor contracts are reviewed to make sure they comply with the University's insurance requirements. However, the University General Counsel's Office does not evaluate the business terms of the event, such as pricing, Event date, time etc. The submitting department must determine if those terms are

appropriate before the Contract is submitted for review. In particular, if campus facilities are going to be used, the submitting department must determine if such facilities are available and must reserve the appropriate space, as needed.

6. The project, event, or other subject matter of the Contract may not be publicly advertised and may not begin until the Contract is signed by all parties.
7. After the Contract has been reviewed by the University General Counsel's office, it will be sent back to the department's authorized party for Vendor's signature.
8. Once you receive the signed Contract from the Vendor, forward same to the Office of General Counsel for the University's President or Vice President of Business and Finance countersignature. The Office of General Counsel will email to you the fully executed Contract.
9. The Office of General Counsel reviews 2,500 to 3,000 Contracts on an annual basis. While some agreements are a page or two, the majorities exceed five pages and many are over twenty pages. On average, that means a minimum of nine contracts a day are reviewed by General Counsel and often more, to meet this demand. Contract law is only an aspect of the legal business handled by the Office of General Counsel. The office represents the University in all of its varied legal matters.
10. **Given the sheer volume of contracts at the University, it is imperative that you allow a minimum of ten (10) working days for review and processing.**
11. The ten (10) working day minimum requirement is necessary to ensure the University's Contracts are properly logged, reviewed, and tracked. The complexity of some contractual relationships or other legal issues related to a particular contract may extend the review period, however. Therefore, you should submit your Contract as far in advance of the event or the anticipated effective date of the Contract, as soon as possible.
12. **Failure to timely submit a Contract within the ten (10) working day requirement for review or failure to submit a Contract at all may result in cancellation of the Event or the work to be performed.**

**IMPORTANT NOTE:**

1. Signing an agreement (Contract) on your own can also result in personal liability and ramifications such as costs, as well as, disciplinary action.
2. **Contract Coversheet.**  
All Contracts that are submitted to the Office of General Counsel for review and signature MUST be accompanied by a fully completed, signed and approved Contract Coversheet.