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approved University Contract Forms/Templates are available from the Office of General Counsel (OGC). Please consult with OGC on the appropriate template for your arrangement at [counsel@du.edu](mailto:counsel@du.edu).

- G.** The University business unit initiating the contract is responsible for knowing and understanding the terms and conditions of the contract, including the University's obligations, the contract length, and the timeline and notice period for renewal or non-renewal.
- H.** University employees are responsible for complying with this Policy in their respective capacities as a Contract Requestor, Contract Manager, Contract Approver, or Contract Signor, as the case may be. A failure to comply with this Policy may result in disciplinary action, up to and including termination.
- I.** This Policy must be read in conjunction with the other University policies listed in Section V below (Related Policies).

### **III. REVIEW AND APPROVAL PROCESS OVERVIEW**

#### **A. WORKFLOW**

*All* contracts for the University must be processed through Workflow to complete the necessary reviews and approval

- iii. The subject of the contract does not involve unique risks, including the risk of harm to individuals or damage to property,
  - iv. The contract does not provide the Vendor with access to University data,
  - v. The contract does not involve the transfer or licensing of University intellectual property, including copyrights, patents, trademarks, word marks, or logos,
  - vi. The contract does not involve a foreign entity as a party or performance of work outside the United states, and
  - vii. The contract does not involve minors on campus.
- c. Contracts with hotels or other event venues written using the vendor's standard form and which contain no unusual provisions shifting risk to the University.

## E. RESPONSIBILITIES

### 1. Contract Management and Retention

- a. The business officer for the unit proposing a contractual agreement is responsible for using the University's system for Contract Review and Approval – Workflow – to obtain necessary review and approval in accordance with this Policy.
- b. Upon receipt of all required University approvals, the business officer for the unit is responsible for obtaining and retaining a fully signed copy of the contract.

- c. Confirming that the contract complies with applicable law and University policy and mitigates any known risk to the University.

#### 4. Responsibility of Contract Signer

The Contract Signer is responsible for:

- a. Reading and understanding the contract's business terms and conditions;
- b. Determining whether the contract is in the best interest of the University;
- c. Ensuring the vendor has signed the agreement;
- d. Confirming that all required approvals have been obtained;
- e. Physically, where permissible, or electronically signing the contract;
- f. Electronic signatures have the same force and effect in contracts as traditional signatures, when all of the parties to the contract agree to conduct their transaction by electronic means. "Electronic signature" means 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; and
- g. Signatures delivered by facsimile transmission, by e-mail of a ".pdf" format data file, or by transmission of a data file in another legible

- c.** Works directly with the requesting department business officer and vendor in negotiating the terms and conditions of the contract; and
- d.** Communicating the University's procurement procedures and confirming that they are being followed by Contract Managers.

**7. Responsibility of Accounts Payable**

The Accounts Payable Office is responsible for reviewing payment requests prior to processing to confirm:

- a.** All required signatures are on the request;
- b.** Index and account coding are on the request; and

confirming that both parties meet their obligations under the terms of the agreement.

- D. **“Contract Manager”** is the employee responsible for managing the ongoing relationship with the vendor including implementation, renewal, and support. This person is responsible for confirming that the University’s rights and obligations under the contract are met. Contract Managers can view, create and submit contracts for approval, as well as update contract information and attach related documentation for their department or division.
- E. **“Contract Requestor”** is the employee who can create a contract record within Workflow and submit a request for a contract or for contract review.
- F. **“Contract Signer”** is the employee responsible for approving and signing contracts on behalf of the University, as defined in Policy FINA 2.10.030 – *Limits of Authority* and the Contract Matrix. These individuals are the only persons with the authority to contractually bind the University.
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