POLICY ON UNIVERSITY CONTRACT REVIEW AND APPROVAL
SUFFOLK UNIVERSITY

GENERAL

This policy identifies who, within the University, is authorized to sign University contracts. In addition, this policy establishes the general procedures for contract review and approval as well as procedures for assistance with contract negotiation and drafting.

Examples of University contracts include: agreements for the purchase or rental of goods or services; affiliation agreements, nondisclosure agreements; intellectual property licenses, memoranda/letters of understanding or cooperation; contracts with hotels, convention centers or other facilities which require a written agreement; special event agreements, instructional agreements; assignment agreements; etc.

POLICY

All University contracts must be submitted to the Office of the Provost for administrative review prior to any formal commitment. In accordance with the University bylaws, only the President or the Vice President & Treasurer, or their designees, are authorized to sign and enter into agreements. Anyone else who enters into a contract that purports to bind the University or one of its sub-units is acting without authority and could be held personally liable for the contract and/or be subject to discipline.

All contracts must be in the name of “Suffolk University,” although the contract may reference a specific school or department of the University (e.g., “Suffolk University and its Department of Athletics).

PROCEDURES

The contract process begins when an employee identifies a need to use outside goods or services or otherwise seeks to establish a relationship between the University and an outside party. After identifying a proposed vendor or proposed partner:

1. Submit the contract proposal to the Provost for administrative review and approval.

2. If the contract proposal is approved by the Provost and no further review is required, it is the responsibility of the initiating employee to obtain original signatures of the outside party’s authorized representative on two (2) copies of the contract. When returned, both originally signed copies must be submitted to the Vice President & Treasurer for signature on behalf of the University.

3. The Provost will submit the contract proposal to the Office of the General Counsel if further review is required or if the contract proposal is greater than $20,000 in the aggregate. If the contract proposal is greater than $20,000, the Provost or his designee must submit it to the Office of the General Counsel for review.

4. After both the Office of the General Counsel and the Provost have approved a contract for execution, it is the responsibility of the initiating party to obtain original signatures of
the outside party’s authorized representative on two (2) copies of the contract. When returned, both originally signed copies must be submitted to the Vice President & Treasurer for signature on behalf of the University.

5. The Office of the Vice President & Treasurer will countersign the contract, keep one of the two original copies, and submit the second original copy back to the initiating employee. The initiating employee will then be responsible for sending an original copy of the contract back to the outside party and a photocopy to the Business Office.

**Responsibilities of Employees Initiating Contract Proposals**

The employee initiating the contract for the University is responsible for determining that:

- the contract proposal is consistent with the University’s mission;
- the contract proposal is in the best interests of the University;
- the contract proposal constitutes a planned and budgeted expense (unless otherwise approved by the appropriate Dean or Vice President in consultation with the Director of Budget and Risk Management);
- he or she can ensure compliance with the obligations that the contract proposal places on the University;

**Competitive Bidding**

All goods or services valued at $25,000 or more in the aggregate should be competitively bid. Employees should obtain at least 3 bids and select the most cost effective and capable provider. All single source procurements over $25,000 must have a written justification attached to the purchase order.

Employees are encouraged to contact the Office of the General Counsel for assistance in the bidding process or developing a request for proposal or request for information.

**University Form Contracts**

Employees should endeavor to use the University’s standard form contracts and may request such forms from the Office of General Counsel.

**Negotiation**

Employees should seek assistance from the Office of the General Counsel when negotiating terms of a contract proposal. Terms may include price, scope of services, or other elements of an engagement with an outside party.

**Risk Management Review**

If a contract proposal involves special risk management issues or requires proof of insurance, the initiating employee should contact the Risk Manager before submitting the contract.
proposal to the Provost. In the event that the initiating employee has failed to contact the
Risk Manager, the Office of the Provost or the Office of the General Counsel will review the
contract proposal with the Risk Manager.

Special risk management issues may include, but are not limited to: foreign and domestic
travel, high risk activities (i.e. athletic activities, marine-based activities), or activities
involving minors.

**Renewing a Contract**

In the event that an employee wishes to renew an existing contract, it is the responsibility of
the initiating employee to follow the contract procedures described above well in advance of
the date indicated for renewal. This applies even if an employee is otherwise satisfied with
the terms of the engagement.

**Terminating a Contract**

In the event that an employee wishes to discontinue services provided under an existing
contract before the contract term expires, the employee must contact the Office of the
General Counsel before undertaking any steps to end the relationship with the outside party.

Questions relative to contract procedures should be directed to John De Luca, Senior Associate
General Counsel, extension 4118.

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