

<b>FLORIDA</b>	<b>OFFICIAL</b>
<b>POLYTECHNIC</b>	<b>UNIVERSITY</b>
<b>UNIVERSITY</b>	<b>POLICY</b>

<b>Subject/Title:</b> Contract Review
<b>FPU Policy Number:</b> FPU-1.0128P
<input checked="" type="checkbox"/> New Policy <input type="checkbox"/> Major Revision of Policy <input type="checkbox"/> Minor Technical Revision of Policy
<b>Date First Adopted:</b> April 27, 2015
<b>Date Revised:</b>
<b>Responsible Division/Department:</b> Office of the General Counsel
<b>Initiating Authority:</b> Regina DeIulio, VP and General Counsel

**A. APPLICABILITY/ACCOUNTABILITY:**

This policy applies to all members of the University community. The Office of the General Counsel is responsible for overseeing the implementation of the policy.

**B. POLICY STATEMENT:**

1. **Review by the Office of the General Counsel (OGC).** The OGC must review and approve the following contracts as to form and legal sufficiency before they are signed by the President or the President's designee:

- (a) **Purchasing Contracts.** Contracts for the purchase of goods and services when the contract value is \$75,000 or greater. For contracts with vendors/contractors valued at less than \$75,000, the Purchasing Department is responsible for reviewing and approving the contracts for signature.
- (b) **Affiliation Agreements.** Contracts involving the provision of educational services overseas and affiliation agreements with entities located inside and outside of the United States.
- (c) **Construction Related Agreements.** Contracts for construction and/or architectural and engineering services.
- (d) Contracts related to the issuance of bonds, loan agreements, promissory notes, lease-purchase agreements, leases, and other similar agreements.
- (e) **Research Related Agreements.** Contracts related to the performance of research or research-related activities.
- (f) **Intellectual Property Licensing Agreements.** Agreements with respect to licensing of University-owned trademarks and other types of intellectual property.
- (f) **Collective Bargaining Agreements.**
- (g) **Request for OGC Review.** Contracts whereby the President, Provost, or a University vice president has requested that the contract be reviewed by the OGC.
- (h) **Other Contracts.** All other contracts binding the University not addressed above.

2. Notwithstanding the above, if the OGC develops and approves templates for various contractual arrangements, such as affiliation agreements and standard employment agreements, such templates may be used without further review by OGC; however, any modification to the standard terms and conditions set forth in a template must be approved by the OGC regardless of the value of the contract.

3. Only individuals with written delegations of authority to sign contracts from the President, or designee if further delegation is permitted, and filed with the OGC are authorized to execute contracts on behalf of the University.

**C. DEFINITIONS:**

1. **Contract-** a document between the University and at least one other party that creates an obligation or duty for either party to do, or not do, a particular thing and therefore creates a legal relationship between the parties. Contracts include, but are not limited to, documents that are titled: agreement, purchase order, memorandum of understanding, terms and conditions, appointment letter, letter of understanding, license, or non-disclosure form.

**D. PROCEDURES:**

1. The department, unit or the Purchasing representative must forward the proposed contract to the OGC, or the department or unit must forward the proposed contract for the purchase of goods and/or services to the Purchasing Department (if the contract is for a purchase valued at less than \$75,000).
2. The OGC attorney or Purchasing Department, as appropriate, will review the contract and make recommended or necessary changes.
3. If approved by the OGC, the attorney will indicate that the contract is approved by placing a stamp with the phrase "Approved as to Form & Legality" and signing near the lines where the President/designee will sign the contract. If approved by the Purchasing Department, the Purchasing representative will sign near the lines where the President /designee will sign the contract.
4. The OGC will return the approved contract to the department, unit or Purchasing Department, as appropriate, for obtaining the signatures of the parties and final handling.

POLICY APPROVAL	
Policy No.: FPU-1,0128P	
<u>Regina Acuña</u>	<u>4-27-15</u>
Initiating Authority	Date
<u>Krist Wharton</u>	<u>4-21-15</u>
Policies & Procedures Review Committee Chair	Date
<u>Mare</u>	<u>4/21/15</u>
President/Designee	Date
Approved by FPU BOT, if required	_____
	Date