What is a contract?

- An agreement between two or more parties – one being the University
- Must have a mutual obligation of both parties
- Something of value is exchanged between the parties
Examples of Contracts

- MOU and MOA
- Service Agreements
- Waiver and Releases
- Nondisclosure Agreements
- Software License Agreements
- Leases/Rental Agreements
- Clinical Agreements
- Faculty Contract Addendum
- Consultant Agreements
- Volunteer Agreements
Must Satisfy Three Basic Criteria

- Must be appropriate to the mission and operation of the University.
- Funds and other resources must be available to carry out obligations.
- Terms and conditions of contract must comply with the Board of Regents regulations, and applicable local, state and federal laws.
Correct name for contracts: Board of Regents of the University System of Georgia by and on behalf of Georgia College & State University

Indemnification – as a state agency we are prohibited from agreeing to indemnify third parties

No multi-year contracts when GC is expending funds

The contract cannot automatically renew

The Choice of law and jurisdiction must be the State of Georgia
Submitting a Contract
Submitting Contracts for Review and Approval

- All contracts are submitted through the online submission form for both review and approvals
- [https://docusign.gcsu.edu/smartsheet/contractentryform.html](https://docusign.gcsu.edu/smartsheet/contractentryform.html)
- Allows Legal Affairs to track all contracts that are reviewed and processed - even if the contract is returned for modifications.
- No paper contracts accepted.
Before Submitting a Contract

- Is Georgia College’s name listed on the contract as “Board of Regents of the University System of Georgia by and on behalf of Georgia College & State University”?
- Has the vendor signed the contract?
  - If no, have the vendor sign it before submitting
- Is GC expending money?
  - If yes, is the contract for one year not exceeding the current fiscal year?
Parts of the Submission Form

- If your supervisor is a Dean, Director or AVP/VP – DO NOT list their name in the Supervisor Field.
- Select the Campus Division you are employed in.
If you only want the contract to be reviewed select “Yes”

Enter Name of the Contract and select the type of contract

Put a description of the contract.

List effective dates of contract
Submission Form Continued

- Did you send the vendor the contract to use or did they provide their own?
- Is the vendor located outside the US?
- Is Georgia College spending money on this contract?
- You must list your budget account number.

<table>
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<tr>
<th>Preapproved Template</th>
<th>Are funds being either expended or collected by the contract</th>
<th>International Payee</th>
<th>Over $25,000</th>
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<td>Yes ☰ No ☰</td>
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<table>
<thead>
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</table>
Is Personal or Confidential Information being obtained?

Is the contract involving software and computer access is required?

Did you give the vendor any verbal explanations or promises?
Submission Form Continued

- Attach the contract
- If you want the contract to be expedited please indicate why.
- Hit SUBMIT
What Happens After A Contract is Submitted?
Contract Review and Approval

- Contract begins review and approval process.
- You will receive an email requesting vendor modifications or a notification of approval.
- The entire approval process typically takes one week barring any unforeseen circumstances.
- Please refrain from contacting the Office of Legal Affairs until after one week has passed.
Contract Needing Modifications

- If a contract needs modifications you will receive an email similar to below with directions.
- Select Open Update Form to retrieve the red-lined contract listed under Upload Files
- When you receive the contract from vendor with approved modifications, return to the same email, select Open Update Form then upload the contract and submit

Your contract requires approval of necessary modifications from the vendor. Please refer to the document(s) with a suffix of "GC OLA edits," which you may find at the bottom of the page once you open the "Open Update Form" link within this email. Please note, you may only be able to open the link after it has been scanned by your computer, which may take a few minutes.

Once approval of modifications is received, please resubmit the updated contract to the Office of Legal Affairs via the "Open Update Form" below and attach the updated contract to the Update Form.

For questions related to specific contract provisions please refer to the Letter to Vendors found at http://www.gcsu.edu/sites/files/pago-assets/node-725/attachments/letter_to_contractors-vendors_0.pdf.

Should you have any additional questions or concerns, please contact the Office of Legal Affairs at (478) 445-2037.

Open Update Form
Contract Approval

- When your contract is approved you will receive a copy of your contract as it is sent to GC Signatures.
- You can select the “Review Documents” box to see the last person that has approved the contract.
- Use this email to check the status of your contract.
Contract Approval

- Approvals are listed in the order they are given.
- The contract submitter does not approve the contract.
- The admin for each area except for Legal Affairs and Finance and Administration do not approve the contract.

<table>
<thead>
<tr>
<th>Name</th>
<th>Signature / Initial</th>
<th>Date</th>
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</thead>
<tbody>
<tr>
<td>Cathy Stevens</td>
<td></td>
<td>6/13/2018 8:09 AM EDT</td>
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<tr>
<td>Qiana Wilson</td>
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<td>Director for Legal Affairs</td>
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<td>Don Challs</td>
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<td>Robert Orr</td>
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<tr>
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<td>Admin, Chief Information Office</td>
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<tr>
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<td>VP of Finance and Admin</td>
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Legal Affairs Approval

- General Counsel’s approval is listed on a separate page.

- In the event of prohibited language in the contract and the vendor is unwilling to alter or remove, the General Counsel will select “No” indicating Legal Affairs does not approve the contract. Should this occur it is up to the VP on if they wish to move forward with the risk.

The Office of Legal Affairs approves the attached contract? YES ☐ NO ☐

If the above question is answered No please provide a reason below. The Division VP will have to acknowledge this page with their initials if the answer is No:

_____________________________________________________

Director of Legal Affairs

**Please be advised that in the absence of Legal approval the Division VP, if they so choose, can decide to accept liability and approve any contract without The Office of Legal Affairs approval**.

Sincerely,

Susan C. Allen
Once the contract has been fully executed by Georgia College you will receive an email “Completed: GC Signature Contract” with all attachments. You may also select “View Completed Documents” to download and save.

Due to this being an executed contract, this is why we request the vendor to sign the contract prior to submission so the contract becomes fully executed after receiving Georgia College approval.
Questions?

Please send your questions to contracts@gcsu.edu