

# Essential Contracting

**Procurement and Contract Services**

Jennifer Doreen

Katie Lanker

- It describes a relationship between two or more entities and what each party is responsible for

**What is a Contract?**

- Manages risk
- Takes the emotion out of disputes
- Defines up-front the expected outcomes of arrangement
- Many campus operations require a contract

**What is the Benefit of a Contract**

**CONTRACT SERVICES AUTHORITY**

- By regulation, must be delegated by VP for Finance & Accounting
- ≠ Budgetary Authority
- Departmental signature signifies approval of obligations

**Signature Authority**

## **Procurement & Contract Services**

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Contract  
Services

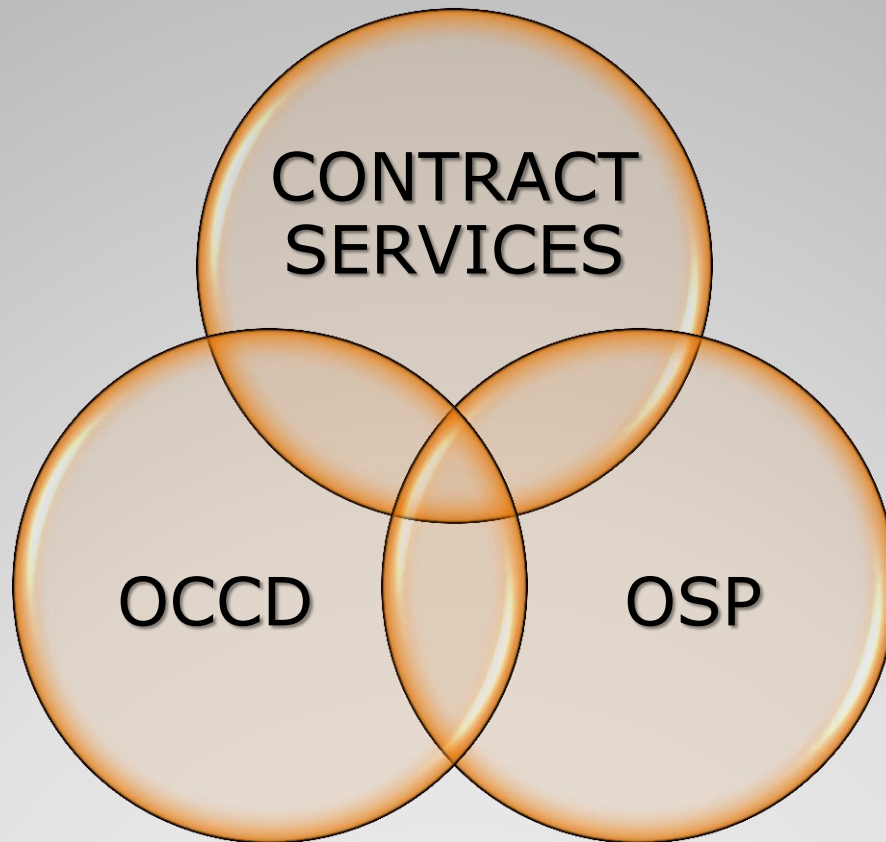
Construction  
Contracting

Procurement  
Services

**PaCS**

- Selling OSU's Services
  - Agreements that require non-standard terms
  - Templates that may eventually be signed / processed by other OSU departments
- Collaborative (non-research) Agreements

**Contract Services Signature  
Authority**



**Interaction with Other Signatories**



- **Contract Services:**
  - Selling OSU's services
  - Collaborative (non-Research) agreements
- **OSP:**
  - Research funded by grants
  - Selling OSU's services listed in a grant as a subaward
- **OCCD:**
  - Research funded by private Industry
  - Licensing OSU intellectual property to outside entities

## **Roles of Other Signatories**

- The work is listed in a grant as an award or subaward
- The work generates intellectual property
- The work describes reporting requirements
  - May require a special index (tracked by OPAA)
- The Research Office is responsible to determine what is and what is not research

## What is Research?

**WORKFLOW**

- Initial Review
  - Minimal Review Track
  - Research / Drafting Track
- First-In-First-Out
- Expedite request to escalate ahead of other FIFO agreements

**Workflow**

**ESSENTIAL ELEMENTS**

- Public Contract: Describes how the arrangement supports OSU's mission
- Consideration: Documents what both parties give and get
- Four Corners: Describes who is responsible for what (so that any uniformed reader can understand the relationship just by reading the agreement)
- Deliverables / Breach
- Term

## Essential Elements

**SCOPE OF WORK**

- The Scope of Work is what would allow OSU to terminate for non-performance
  - e.g. Key Person
- Roles & Responsibilities: Who will be doing what

**Scope of Work**



# **PaCS REVIEW**

- In order to complete the review Contract Services must understand the proposed arrangement
  - You are the content expert
- Verify all affected departments have approved the arrangement
- Verify arrangement does not violate other OSU agreements
- Verify agreement contains essential elements of a contract
- Verify arrangement complies with OSU Policy

## Review

- Contract Services does not make policy decisions, we verify that the arrangement follows the policies set by the OSU department that is designated to make policy decisions

E.g. Academic Affairs, Business Affairs, HR, Procurement Services, Risk Management, Research, University Advancement, etc.

- If there is a policy issue, Contract Services will:
  - Notify the department of the issue
  - Confirm the issue has been vetted by the policy holders

## Vetting

- Services not listed in Fee Book
- Employee PSC vs. OSU agreement
- OSU and outside entity having joint supervision of an employee
- OSU and an outside entity sharing intellectual property

## **Common Issues**

- Prior to Submission
  - Vet the agreement with decision-makers
  - Assign a departmental contract point person / “project manager” / “principle investigator”
    - Who knows the details of the arrangement
    - Knows how the agreement was vetted
- With Submission
  - Provide a brief summary of the relationship / program
  - Explain how / with whom the program has been vetted

## Facilitating Your Agreement

- Department is responsible performance of the terms of the agreement
  - Document performance
  - Notify Contract Services about problems with performance or changes to relationship or scope

## **Contract Management**

- Issue Spotting
  - We continually deal with unique arrangements all over campus
- Structuring arrangements
- Negotiating terms of agreements
- Intermediary in contentious situations

**The SERVICE of Contract Services**

- Please take an orange flyer and complete PaCS's customer feedback survey

**Customer Survey**





# Q&A

Contract Services: Jennifer Doreen & Katie Lanker