

OFFICE OF GENERAL COUNSEL

CONTRACT GUIDELINES

The following is a list of guidelines and the contract review process set forth by the Office of General Counsel. It contains important information and deadlines to get contracts processed and signed. Please review the following information carefully. For specific information on a particular contract or circumstance, please contact or visit the Office of General Counsel.

STOP! DO NOT SIGN CONTRACTS YOURSELF

1. A contract is any document that obligates or legally binds the University to do something in exchange for the other party's agreement to do something else. Including, any document that requires a signature on a contract, even if there is no money involved.
2. The Board of Trustees only authorizes the President or his authorized representative to sign contracts/agreements/proposals, etc. on behalf of the University:
3. To have the General Counsel review your contract, you MUST email the following documents to legal@lynn.edu
 - a) the original contract
 - b) a work copy contract (marked with edits, if applicable) with any attachments, exhibits, addendums, etc.

The review will be for legal compliance and compliance with applicable University policies. For instance, one example is that vendor contracts are reviewed to make sure they comply with the University's insurance requirements. However, the University General Counsel's Office does not evaluate the business terms of the event, such as pricing, event date, time, etc. The submitting department must determine if those terms are appropriate before submitting the contract for review. In particular, if campus facilities are going to be used, the submitting department must determine if such facilities are available and reserve the appropriate space.

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4. The project, event, or other subject matter of the contract may not be publicly advertised and may not begin until all parties have signed the contract.
5. After the contract has been reviewed and approved by the University General Counsel's office, it will be sent back to the department's authorized party for Vendor's signature.
6. Once you receive the signed contract back from the Vendor, email the contract to legal@lynn.edu, Office of General Counsel, who will obtain the University's authorized countersignature. The Office of General Counsel will then email you the fully executed contract for you to email back to the Vendor.
7. The Office of General Counsel reviews 2,500 to 3,000 contracts annually. While some contracts are a page or two, the majorities exceed five pages, and many are over twenty pages. On average, that means a minimum of nine contracts a day are reviewed by General Counsel and often more to meet this demand. Contract law is only an aspect of the legal business handled by the Office of General Counsel. The office represents the University in all of its varied legal matters.
8. **Given the sheer volume of contracts at the University, it is imperative that you allow a minimum of ten (10) working days for review and processing.**
9. The ten (10) working day minimum requirement is necessary to ensure the University's contracts are correctly logged, reviewed, and tracked. However, the complexity of some contractual relationships or other legal issues related to a particular contract may extend the review period. Therefore, you should submit your contract(s) as far in advance of the event or the anticipated effective date of the contract as soon as possible.
10. **Failure to timely submit a contract within the ten (10) working day requirement for review or failure to submit a contract at all may result in cancellation of the Event or the work to be performed.**

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IMPORTANT NOTE:

1. Signing an agreement (Contract) on your own can also result in personal liability and ramifications such as costs, as well as disciplinary action.
2. Contract Approval Coversheet. All contracts submitted to the Office of General Counsel for review and signature MUST be accompanied by a fully completed, signed, and approved by VP Contract Approval Coversheet.