

Procurement Contract Responsibilities

Overview

In addition to Purchasing Services, General Counsel (OGC) and Risk and Insurance Management (RIM), Vanderbilt academic schools, departments, and offices play a key role in the contracting process at Vanderbilt. The following is an overview of the roles and responsibilities of Purchasing Services, OGC and RIM and key departmental partners in the procurement contract lifecycle. It is expected these internal agents will work cooperatively with Purchasing Services to carry out the elements of the General Purchasing Policy, Delegation of Authority Policy and Sub-delegation of Authority policy.

Purchasing Services

- Review all written supplier forms of agreement for the purchase of goods and services, such as quotations, proposals, contracts, terms and conditions.
- Retain fully executed procurement contracts on behalf of the University.
- Secure contract signatures in accordance with Vanderbilt's Delegation of Authority Policy, which governs the signature authorization of contracts, legally binding agreements, memoranda of understanding, business ventures, and other agreements with external parties that create obligations to the university.
- Secure and maintain required insurance certificates.
- Collaborate with the Office of the General Counsel related to appropriate contractual terms given the scope of the goods and/or services being procured.
- Collaborate with Risk and Insurance Management related to appropriate insurance levels given the scope of the goods and/or services being procured.
- Advise academic schools, departments and other offices related to contractual risks.
- Communicate business decisions that are needed from academic schools, departments and other offices based on contractual terms.
- Monitor procurement contract termination dates to advise departments in advance of termination.

OGC

- Provide guidance related to appropriate legal terms within procurement contracts, including but not limited to indemnification, limitations of liability, intellectual property, and dispute resolution.
- Collaborate with Purchasing Services and Risk and Insurance Management related to insurance levels within procurement agreement as they relate to other legal terms within the agreement.
- Advise on and approve or deny requests for waivers of background checks.
- Communicate business decisions that are needed from academic schools, departments and other offices based on contractual terms.

RIM

- Collaborate with Purchasing Services and Office of the General Counsel related to insurance levels within procurement agreement as they relate to other legal terms within the agreement.
- Advise on and approve or deny requests for waivers of background checks.

Academic Schools, Departments, and other Offices

- Provide all written supplier forms of agreement for the purchase of goods and services such as quotations, proposals, contracts, terms and conditions to Purchasing Services for review prior to signature.
- Provide signed waiver in accordance with Risk and Insurance Management requirements if supplier insurance levels are inadequate for the scope of goods and/or services being procured.
- Provide business decisions that are needed based on contractual terms.
- Secure contract signatures in accordance with Vanderbilt's Delegation of Authority Policy, which governs the signature authorization of contracts, legally binding agreements, memoranda of understanding, business ventures, and other agreements with external parties that create obligations to the university.
- Do not disclose contracts in any way to other suppliers, outside organizations, or to any unauthorized persons.
- Monitor and manage to contract terms including but not limited to the following:
 - Verify and manage invoices to contractual fees,
 - Monitor and approve relevant escrow terms and transactions, and
 - Comply with and manage to all contractual terms including but not limited to confidentiality, intellectual property, and other university contractual commitments.