

Approval Date: March 15, 2005

Parent Policy: [Contract Review and Signing Authority Policy](#)

Contract Review Procedure

Office of Administrative Responsibility:	General Counsel
Approver:	Executive Planning Committee
Scope:	Compliance with University policy extends to all members of the University community.

Purpose

To state the process by which **contracts** are reviewed prior to their approval.

PROCEDURE

The office of the General Counsel and the Risk Management Department must review all contracts of sufficient importance, regardless of value, and all contracts where there is potential for significant or uncertain liability to flow to the University. While the signing authority must use his/her own judgment in determining which contracts need to be reviewed by the General Counsel's office and the Risk Management department, some examples of such contracts are:

- All contracts with a total annual financial value of over \$500,000.
- All contracts involving the acquisition or disposition of an interest in land, regardless of value (requires review by General Counsel only).
- All contracts with entities from foreign jurisdictions, where the laws of that foreign jurisdiction are the governing laws of the contract.
- All tenured, tenure-track and contingent faculty appointment contracts require review by Academic Staff Administration prior to the conveyance of the written employment offer and/or appointment contract to the candidate. Deans may develop standard appointment contracts and hiring packages which are pre-cleared for use in routine hires.
- Contracts where there is potential for injury to persons, property or the environment.
- All contracts that involve the collection, use or disclosure of personal information as defined in the Freedom of Information and Protection of Privacy Act (Alberta) where the contract involves the provision of services or use by a third party of the personal information that is collected, used or disclosed in providing the programs and services of the University.

The legal review of such contracts will be done by the General Counsel's office, or by external counsel appointed by the General Counsel's office after consulting with the signing authority. The review of the personal information provisions of such contracts will be done by the Information and Privacy Office.

Regardless of the value of the contract, contracts: a.) with an unusually high risk factor, or b.) that bring the activities of the University under public scrutiny or c.) that involve any controversial matter, must be brought to the attention of the appropriate Vice-President's office by the signing authority prior to the contract being signed. The Vice-President's Office is responsible for seeking the advice and/or approval of the **Board** as needed and for obtaining the approval of the Minister or the Lieutenant Governor in Council, where required.

When a contract is presented to the signing authority(s) for execution it shall include a Cover Sheet and Signature Page (hot link) indicating that the appropriate reviews have been completed.

In addition, the signing authority must ensure that all required governance reviews and approvals, as required by the Post Secondary Learning Act and by University Policies and Procedures, have been obtained prior to contract execution.

EXCEPTIONS

The requirement for a legal and risk management review, as set out in this Procedure, does not apply to contracts falling under the jurisdiction of (i) the Vice-President (Research) through the Research Services Office and TEC Edmonton or (ii) the Vice-President (Finance and Administration) through Supply Management Services, or (iii) the Provost and Vice-President (Academic) through University of Alberta International or (iv) the Vice-President (Facilities and Operations) through the Utilities department. Each of these offices has in place, and will maintain, systems for contract reviews that meet the spirit of this Policy, but which recognize the unique nature of that contract area. Each of these offices will maintain a distinct review process that ensures appropriate legal, risk management, personal information and intellectual property reviews are done on all contracts.

This requirement also does not apply to situations where previously approved template agreements or clauses have been used, with no amendment to legal or risk management terms.

GENERAL PROVISION

All contracts must contain the printed name of the signer(s), the date signed and signature. The original copy of the contract and a copy of the Cover Sheet and Signature Page indicating that appropriate reviews have been completed shall be maintained by the responsible department as identified in Schedule A to the Policy.

DEFINITIONS

Any definitions listed in the following table apply to this document only with no implied or intended institution-wide use. [[▲Top](#)]

Contract	Any document that creates a legally binding commitment, and includes letters of intent and memoranda of agreement.
Board	The Governors of the University of Alberta

FORMS

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[Cover sheet and Signature Page](#)

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