

# Executive Committee Meeting

Feb 4, 2021 10:00 AM - 11:30 AM EST

## Table of Contents

- I. Agenda.....2
- II. Minutes of the August 4, 2020 meeting.....3
- III. Reports.....6
  - A. Discussion Chair’s Report.....6
  - B. INFO – 1 Mid-Year Annual Plan Assessment.....6
  - C. Discussion President’s FY21 Mid-Year Goals Update.....11
- IV. New Business.....11
  - A. INFO – 2 Contracts Emerging Issue Update.....11



UNIVERSITY OF CENTRAL FLORIDA

**Board of Trustees  
Executive Committee  
Virtual Meeting  
February 4, 2021, 10 a.m. – 11:30 a.m.**

<https://ucf.webex.com/ucf/onstage/g.php?MTID=e969e6c183e79c3c1d2a8b250cf5e4ec6>  
**Conference call number 1-408-418-9388, access code 132 240 0696**

**AGENDA**

- |  |   |
|--|---|
| 1. Call to order                         | Beverly Seay, Chair   |
| 2. Roll Call                             | Karen Monteleone, Assistant Vice President, Board Relations                     |
| 3. Minutes of the August 4, 2020 meeting | Chair Seay  |
| 4. Reports                               | Chair Seay  |
| Discussion                               | Chair's Report  |
| INFO – 1                                 | Mid-Year Annual Plan Assessment<br><i>Chair Seay</i>                            |
| Discussion                               | President's FY21 Mid-Year Goals Update<br><i>President Alexander Cartwright</i> |
| 5. New Business                          | Chair Seay  |
| INFO – 2                                 | Contracts Emerging Issue Update<br><i>Trustee Michael Okaty</i>                 |
| 6. Adjournment                           | Chair Seay  |



UNIVERSITY OF CENTRAL FLORIDA

**Board of Trustees  
Executive Committee Virtual Meeting  
August 4, 2020**

**MINUTES**

**CALL TO ORDER**

Chair Beverly Seay called the meeting to order at 3:00 p.m.

Committee members Vice Chair Alex Martins, Trustees Kenneth Bradley, Joseph Conte, and William Yeargin attended virtually. Trustee Danny Gaekwad joined via teleconference. Committee member absent: Trustee John Sprouls.

Trustees Harrington, McAlpin, Mills and Walsh also joined.

A quorum was confirmed.

**MEETING MINUTES**

The minutes of the December 16, 2019 Executive Committee meeting were approved as submitted.

**REPORTS**

Seay shared that former Trustee Bill Self was elected as the chair of the state-wide Advisory Council of Faculty Senates. She stated that this is a two-year term that will also place him as a member of the Board of Governors.

On behalf of the board, Seay congratulated UCF's 3,900 graduates that were celebrated during virtual commencement ceremonies on August 1, 2020. She stated that UCF held 12 virtual ceremonies and the names of all the graduates were read aloud and displayed on the screen. Seay also noted that George Kalogridis, a UCF alumnus, delivered an exceptional commencement address.

**FY21 Executive Committee Annual Plan (INFO-1)**

Seay shared the FY21 Executive Committee annual plan. There were no additions or comments from the committee.

## **NEW BUSINESS**

### **Executive Committee Charter Amendments (EXEC-1)**

Seay recognized Scott Cole, Vice President and General Counsel, to discuss the Executive Committee charter amendments.

Bradley made a motion to approve EXEC-1 with Conte providing the second.

The trustees had the following comments:

- Gaekwad clarified the role of the Executive Committee and full Board of Trustees.
- Bradley clarified the process of creation, modification, and termination of degrees.

The motion passed unanimously.

### **Board Emerging Issues Update (INFO-2)**

Seay stated that she will be looking to the Chairs of the committees to take ownership of recurring issues that surface at the Board level that would be best discussed at length during committee meetings. She said that once the committee has thoroughly vetted the item, then the recommendations will be brought to the Board.

Seay said that all of these issues will be part of the President's FY21 goals that will be presented to the Compensation and Labor Committee next week and the full Board later this month. She stated that the expectation is that the assigned committee will decide when an issue can be considered complete.

Seay requested to make one addition to the list. She asked Trustee Bradley, as Chair of the Educational Programs Committee, to work within his committee to develop a plan for further discussions regarding UCF's student-faculty ratio and related items, including faculty composition, and understanding of the board's role in the awarding of tenure and tenure with hire approvals. Bradley accepted this request.

### **Revisions to Board Agenda Memoranda (INFO-3)**

Seay recognized Monteleone to discuss the revisions to the Board agenda memoranda.

Yeargin indicated he preferred the inclusion of the 'Alternatives to Decision' section. He suggested this section be included in the revised memoranda but perhaps rename it to possible alternatives or other broader language.

### **UCF Legislative Budget Requests (EXEC-2)**

Seay recognized President Alex Cartwright and Michael Johnson, Interim Provost and Vice President of Academic Affairs, to present on UCF's Legislative Budget Requests.

Martins made a motion to approve EXEC-2 binding the amounts that have been presented today but giving the President, in consultation with the Chair, the ability to update and improve the narratives, as needed. Bradley provided the second.

The trustees had the following comments:

- Bradley asked if areas of space technology would fall under the first LBR request. Janet Owen, Vice President for Governmental Relations, believed it would.
- Conte recommended adding language that UCF sits in the second largest urban area in Florida to the LBR request on pathogen research led by the College of Medicine.
- Walsh inquired why these items did not come before the full Board. Owen said the Board of Governors' submission deadline is August 7<sup>th</sup> and that staff needed time to prepare the materials.

The motion passed unanimously.

### **ADJOURNMENT**

Seay adjourned the meeting at 3:56 p.m.

## UCF BOARD OF TRUSTEES

## Agenda Item Summary

Executive Committee

February 4, 2021

**Title:** Mid-Year Annual Plan Assessment

---

☒ **Information**☐ **Information for upcoming action**☐ **Action****Meeting Date for Upcoming Action:** \_\_\_\_\_**Purpose and Issues to be Considered:**

At the beginning of FY21, committee annual plans were developed and shared for trustee input. Currently, at the mid-point in the fiscal year, committee annual plans are being included on all agendas for a brief assessment of the following:

- To acknowledge discussions, informational presentations, or action items that have been moved since the plan was presented in the fall.
- To provide committee members the opportunity to suggest strategic discussion items for the remaining FY21 meetings.

**Background Information:**

In response to trustee feedback, the Board Office, in coordination with the President's Office and committee staff, have drafted a template for all committees to use in developing plans for strategic discussions, informational presentations, and actionable items that come before the committees on an annual basis. The draft template was presented to all committee chairs for their input and direction on strategic discussions to address in FY21.

**Recommended Action:**

This item is being presented as information only.

**Alternatives to Decision:**

N/A

**Fiscal Impact and Source of Funding:**

N/A

**Authority for Board of Trustees Action:**

N/A

---

**Contract Reviewed/Approved by General Counsel** ☐ N/A ☒
**Committee Chair or Chair of the Board has approved adding this item to the agenda** ☒
**Submitted by:**

Karen Monteleone, Assistant Vice President, Board Relations

**Supporting Documentation:**

Attachment A: FY21 Executive Committee Annual Plan

**Facilitators/Presenters:**

Chair Seay



UNIVERSITY OF CENTRAL FLORIDA

## UCF Board of Trustees Executive Committee Annual Plan

**Fiscal Year 2021 (July 1, 2020 – June 30, 2021)**

*Last Updated: July 24, 2020*

---

### **Mission Statement:**

The University of Central Florida is a public multi-campus, metropolitan research university that stands for opportunity. The university anchors the Central Florida city-state in meeting its economic, cultural, intellectual, environmental and societal needs by providing high-quality, broad based education and experienced-based learning; pioneering scholarship and impactful research; enriched student development and leadership growth; and highly relevant continuing education and public service initiatives that address pressing local, state, national, and international issues in support of the global community.

### **Charter Summary:**

**Purpose:** The general purpose of the **Executive Committee** is to foster cross-functional coordination and discussion as well as to act on matters that, in the opinion of the Board Chair, must be timely approved between regularly scheduled Board meetings.

Minimum Number of meetings:  
As needed

Charter last amended: September 19, 2019

Minimum Number of members:  
Board chair, standing committee chairs

Next charter review: August 4, 2020

### **2020-2021 Committee Priorities:**

**Align actions with approved goals:** Ensure university actions align with the president's strategic goals approved by the Board of Trustees.

**Emerging Issues Monitoring:** BRIDG, Crisis Response Plan, IT/Cybersecurity, UCF Health

### **Types of Agenda Items:**



Currently, agenda items fall into three categories: Discussion, Information, and Motion.

**Discussion:** These items may include a specific theme that carries through several meetings. The chair develops these items with committee staff and presentations are structured to engage the Committee in strategic discussion.

**Information:** These items are brought before the Committee to educate, but also to engage the committee members in discussion that will set the background for a future action. Except for extenuating circumstances, the Committee should never be asked to act on a decision with significant fiscal or reputational impact without prior discussion as a full body.

**Motion (Action):** These items require committee approval as required by federal or state laws, external standards, Board of Governors' Regulations, Board policies, and/ or university regulations. These items require a motion and a vote, but approval is never assumed. Staff bring recommendations to the Committee, but the approval lies within the Committee's decision-making authority.

**Executive Committee  
Annual Plan Detail – FY21**

<b>Committee Meeting Date</b>	<b>Item Type</b>	<b>Agenda Item</b>	<b>Lead(s)</b>
<b>August 4, 2020</b>	Information	FY21 Executive Committee Annual Plan	Seay
	Motion	Executive Committee Charter Amendments	Seay Cole
	Information	Board Emerging Issues Update	Seay
	Motion	Legislative Budget Request	Cartwright Johnson
	Information	Revisions to Board Agenda Memo	Monteleone
<b>Committee Meeting Date</b>	<b>Item Type</b>	<b>Agenda Item</b>	<b>Lead(s)</b>
<b>February 4, 2021</b>	Discussion	Chair's Update	Seay
	Discussion	Mid-Year Annual Plan Assessment	Seay
	Information	President's FY21 Goals Update	Cartwright
	Information	Board Emerging Issues Update	Seay
<b>Committee Meeting Date</b>	<b>Item Type</b>	<b>Agenda Item</b>	<b>Lead(s)</b>
<b>March 2021</b>	Discussion	Chair's Update	Seay
	Discussion	President's FY21 Goals Update	Cartwright
	Discussion	Board Annual Retreat Planning	Seay Cartwright
	Information	Board Emerging Issues Update	Seay
<b>Committee Meeting Date</b>	<b>Item Type</b>	<b>Agenda Item</b>	<b>Lead(s)</b>
<b>May 2021</b>	Discussion	Chair's Update	Seay
	Discussion	End-of-year Annual Plan Assessment	Seay
	Discussion	President's FY21 Goals Update	Cartwright
	Information	Board Emerging Issues Update	Seay

## UCF BOARD OF TRUSTEES

## Agenda Item Summary

Executive Committee

February 4, 2021

**Title:** Contracts Emerging Issue Update

---

☒ **Information**☐ **Information for upcoming action**☐ **Action****Meeting Date for Upcoming Action:** \_\_\_\_\_**Purpose and Issues to be Considered:**

Chair Seay has requested proactive Trustee engagement with areas where the university has made a significant investment, is considering making a significant investment, or has faced challenges. Board members have used their experience and expertise, where they bring valuable background and skills, to advise executive leadership and share with other board members their findings and recommendations on the respective emerging issues assigned at the December 16, 2019 Executive Committee meeting.

**Background Information:**

At the Chair's request, Trustee Michael Okaty has engaged staff and conducted his review of the Contracts Emerging Issue. Trustee Okaty will facilitate a discussion of his review and address his expectations for the Board's role in the next phase of this issue.

**Recommended Action:**

This item is being presented as information only.

**Alternatives to Decision:**

N/A

**Fiscal Impact and Source of Funding:**

N/A

**Authority for Board of Trustees Action:**

N/A

---

**Contract Reviewed/Approved by General Counsel** ☐ N/A ☒**Committee Chair or Chair of the Board has approved adding this item to the agenda** ☒**Submitted by:**

Youndy Cook, Interim Vice President and General Counsel

**Supporting Documentation:**

Attachment A: Contracts Emerging Issue - Review of University's Contracting Processes presentation

**Facilitators/Presenters:**

Trustee Michael Okaty

Youndy Cook

# Contracts Emerging Issue

## Review of University's Contracting Processes



# Agenda



University Policy and  
Contracting Overview



Contracts Practices in Focus  
– Interplay of Legal and  
Research



Comparison to Other SUS  
Research Universities



Recommendations and  
Suggested Improvements



Discussion

# University Policy Requires Legal Review of Contracts

UCF Policy 2-102 states: “To minimize legal and financial risk, the Office of the General Counsel or designee must review every contract to ensure that the terms are appropriate. Certain standard contracts that have been pre-approved by the Office of the General Counsel may be executed without further review by the Office of the General Counsel or designee.”



Contracts comply with this policy by: direct attorney review, use of fast track or preapproved templates, or other accelerated mechanisms.

# What is a CONTRACT?

**A contract is formed when there is:**

- **Mutual consent**
- **Offer and acceptance**
- **Mutual consideration**
- **Delivery or performance**

**Many types of documents can constitute a contract, such as:**

- **Agreements, amendments**
- **Invoices with terms**
- **Memoranda or Letters of Understanding (MOUs)**
- **Purchase orders**
- **Letters of intent or agreement**
- **Licenses**



# Sources of contracts for legal review



- Office of Research
- Research Foundation
- Office of Technology Transfer
- Sponsored Programs Office
- Other areas of the University (Colleges and departments)



# A contract backstops nearly everything the University does

17

- UCF buys and sells goods and services, builds and renovates, hauls trash and sorts recycling, licenses software and other products, makes arrangements to send students abroad, hires people, arranges student internships and other forms of field education training, offers activities and services, enters into exclusive vendor arrangements, leases vehicles, engages in sponsored research, receives grants and awards, etc.
- UCF processed over 6000 contracts in both 2019 and 2020.

# Number of Reviewed Contracts per year

2019 total: **6,295**

(4,218 attorney review; 2,007 accelerated)

- Research agreements\*: 2,605 (1,489 attorney review; 1,116 accelerated)
- All other: 3,690 (2,728 attorney review; 962 accelerated)

2020 total: **6,014**

(3,407 attorney review; 2,607 accelerated)

- Research agreements\*: 2,818 (1,225 attorney review; 1,593 accelerated)
- All other: 3,196 (2,182 attorney review; 1,014 accelerated)

\* This number reflects research agreements for the Office of Research and the UCF Research Foundation, including sponsored agreements and related documents, federal and state grants and other awards, and Technology Transfer agreements. It does not include those non-research agreements (such as for procurement, cleaning, events, etc.) submitted by the Office of Research.

# Top ten units submitting non-research contracts

**2019 total  
contracts:  
6,295**

**2020 total  
contracts:  
6,014**

<u>2019</u>	<u>Number of Contracts</u>
ATHLETICS	353
UCF FOUNDATION	254
COLLEGE OF MEDICINE	180
OFFICE OF RESEARCH	174
RESOURCE MANAGEMENT	171
SOCIAL WORK	156
VICE PROVOST FOR INFORMATION	143
COMM MKTG-WUCF TV	136
COLLEGE OF NURSING	105
PROCUREMENT	100

<u>2020</u>	<u>Number of Contracts</u>
UCF FOUNDATION	427
OFFICE OF RESEARCH	202
ATHLETICS	199
COLLEGE OF MEDICINE	196
SOCIAL WORK	179
RESOURCE MANAGEMENT	152
COLLEGE OF NURSING	102
UCF GLOBAL	99
COMM MKTG-WUCF TV	80
STUDENT HEALTH SERVICES	73

# Contract review and negotiation considerations



Business terms



Risk mitigation



Legal issues



Expediency/efficiency

# Life cycle of a contract



\*Much of the life of a contract comes after the University teams receive, review, negotiate and sign it

\*However, focus of this discussion is primarily on the contract initiation stage versus contract monitoring and close-out

\* Other life cycle risks: handling of IP during term, nonpayment, failure to deliver, failure to timely notify vendor/sponsor of changes or termination, contract requirements and rights

## Frequently encountered legal issues

Personal guarantees

Liens & security interests

Insurance requirements

Indemnification requirements on University

**Governing law**

Florida records laws

Binding alternative dispute resolution procedures

## Frequently encountered business issues

Presented as no cost but which have embedded cost terms or requirements that require expenditures

Contracts with missing or incorrect information

**Burdensome audit requirements**

Contracts with incorporated third-party terms and requirements

Data security requirements

## Frequently encountered mixed issues

Unilateral change clauses

**Other agreements incorporated by reference but not available**

Intellectual property terms

Contracts with a guaranteed minimum term greater than one year

**Auto-renewal clauses in procurements**

Highly limited damages

# Agenda



University Policy and  
Contracting Overview



Contracts Practices in Focus –  
Interplay of Legal and  
Research



Comparison to Other SUS  
Research Universities



Recommendations and  
Suggested Improvements



Discussion



# Office of the General Counsel

- Personnel
- Resources
- Processes



# Legal Team – Office of the General Counsel (OGC)

9 attorneys across the University

- Providing legal representation in all matters for the University and its DSOs, including contracts

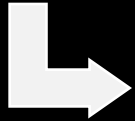
3.5 contracts coordinators

1. Millican Hall location with 4.5 attorneys
2. Office of Research location with 2 attorneys
3. College of Medicine location with 1.5 attorneys
4. Foundation location with 1 attorney

# CobbleStone

## TRACKING

- CobbleStone allows tracking of the “location” of the contract from submission to execution.



## HISTORY

- A detailed audit history records all activity within each contract, as well as for each individual user.



## REPOSITORY

- CobbleStone has custom reporting capabilities and is fully searchable.



## TRAINING

- OGC offers training sessions plus the CobbleStone Help tab includes how-to videos.

# CobbleStone Training



The Office of the General Counsel periodically offers campus-wide workshops on CobbleStone and contracts, as well as departmental and individual trainings on request. In 2019 and 2020, the Office of the General Counsel presented three CobbleStone and contracts workshops and provided training to 9 departments and conducted individual trainings for 18 people.

CobbleStone has a Help tab within the software application. The Office of the General Counsel prepared a series of short YouTube videos available on the “Help” tab within CobbleStone, addressing topics such as searching within CobbleStone, how to create a contract entry, and how to track the status of a contract.

# OGC Contracts Process

**Submittal:** Every department, unit, or DSO, submits contracts into Cobblestone for legal and administrative review.



**Review:** A legal coordinator assigns the contract to an attorney for review



**Approval:** Approvals are noted in the contract record. They can be approved without changes, subject to redline changes by an attorney, forwarded to another unit for review, or returned to submitter for additional information.



**Signature:** OGC routes approved contracts for electronic signatures, both external and internal, in accordance with the signature authority policy (UCF Policy 2-107).



# Office of Research & UCF Research Foundation

- Personnel
- Resources
- Processes

# Research Teams – Office of Research & UCF Research Foundation

18 contracts officers\*

3 contracts specialists\*

4 licensing associates\*

In three areas:

1. Office of Technology Transfer
2. Sponsored Programs (Contracts and SubAwards)
3. UCF Research Foundation

\*Actual job titles may differ



# Huron Research Suite (HRS); Wellspring

HRS is the electronic research administration (eRA) system implemented in 2019 and used to conduct contracts & grants administration processes and transactions at UCF. HRS includes modules for Grants (proposal submission, award management), Agreements (financial and non-financial research agreements), IRB, IACUC, and conflicts of interest, but not technology transfer.



HRS will take the place of ARGIS for contracts and grants and other functions. Huron is not configured to integrate contract management with Cobblestone. Research offers webcourses on different aspects of the Huron Research Suite. The Office of Technology Transfer will migrate to Wellspring for technology transfer.

# Sponsored Programs Office

\*Contract managers who report to VP of Research are the primary reviewers and negotiators of contracts. Contract managers are not required to be attorneys (though some are).

\*For legal review, sponsored research contracts are submitted in Cobblestone. To accelerate legal review, sponsored research agreements get one legal review (“one and done”).

\*Contracts are then returned to the contract managers for final negotiations and agreement execution.

*\*Contract reviews may involve multiple reviews with other offices for different issues - export control, human research subjects, non-standard intellectual property terms, environmental health and safety, cybersecurity, etc. These reviews now take place in Huron not Cobblestone.*



# Office of Technology Transfer (OTT)

\*Responsible for managing the University's intellectual property (IP) assets and for bringing the discoveries to the marketplace through IP protection, marketing, and licensing processes

\*Meets with the inventors/creators to review the discovery or work, gain additional insight, and uncover potential commercial applications

\*Create a customized IP protection plan and commercialization strategy is designed for each qualified technology based on the disclosed information and internal research

# OTT Contract Process – OTT Agreements

All License, Shareholder, Option, and Interinstitutional Agreements are tracked and currently managed in the ARGIS database. MTAs and CDAs processed by OTT are tracked and managed in Huron, along with the same types of agreements managed by the Sponsored Programs Office.

All OTT Agreements which require legal review are submitted via Cobblestone. Except for a limited number of template agreements, all other OTT agreements require legal review.

OTT works closely with the GC team on OTT Agreement review and does not use the “one and done” system. License Agreements and Interinstitutional Agreements are complex and have terms that span the life of the licensed patents (20 years).


A FastTrack process that does not require legal review is available for certain amendments that make small modifications (e.g., fund amounts, dates).

# OTT Process for Sponsored Agreements

OTT reviews IP terms in Sponsored Agreements, as referred over by the Sponsored Programs Office.



OTT, OGC, and Sponsored Programs teams developed the Industry-Sponsored Innovation Partnership Program. The OTT and SPO teams developed a decision matrix for use by SPO team in negotiating standard IP Terms.



Contracts which are routed to OTT for review and negotiation of non-standard IP terms typically include the completed Faculty Request for Approval of Non-Standard Contracts Terms form.

# UCF Research Foundation (UCFRF)

## Sponsored Contracts & Grants

UCFRF contracts are negotiated, executed, and managed through the UCFRF contracts team and OGC.

UCFRF reviews for risks, compliance, and ability to meet sponsor requirements.

## Licensing/Option Agreements

Negotiated, executed and managed by the Office of Technology Transfer and routed via Cobblestone to UCFRF for review.

## Fast Track Agreements

Templates allow for agreements to be executed without further legal review.

Research Donations and Sponsorships, Vendor Agreements, and Lease/Sublease Agreements are negotiated, executed, and managed solely by UCFRF

# Agenda



University Policy and  
Contracting Overview



Contracts Practices in Focus  
– Interplay of Legal and  
Research



Comparison to other SUS  
Research Universities



Recommendations and  
Suggested Improvements



Discussion

## UCF

- \$1.85 billion FY21 operating budget – total expenditures (\$204 million in research FY20)
- By policy, all contracts reviewed by legal – direct review by attorney; accelerated legal approval for templates, Fast-Track, ‘one and done’; certain click-through agreements exempt from review
- Use of electronic contracts management system for central repository and tracking (Cobblestone)
- Able to provide multiple contracts metrics
- 2 attorneys primarily dedicated to research matters - 10 attorneys total

## UF

- \$4.04 billion operating budget – total expenditures FY21 (\$776 million in research dollars FY19)
- Does not require legal review of any research agreements. Contract managers have discretion over whether and when they seek legal advice.
- Use of templates are encouraged, but not required.
- A committee composed of representatives for various university areas (including legal) assess international projects and related agreements.
- No contracts management software; no metrics tracking
- 16 attorneys (University) plus 2.5 attorneys (Foundation)

## USF

- \$2.13 billion FY21 operating budget – total expenditures (\$525 million research)
- All contracts require review by legal office.
- Typical turnaround of approximately four weeks but not explicitly tracked. Both the VP of Research and head of sponsored programs office support this approach.
- No contract management system software; contracts are processed over email.
- 11 attorneys (University)



## FSU

- \$1.63 billion FY21 operating budget – total expenditures (\$233 million in research)
- Contract managers decide if legal review is needed, generally only if there is a perceived high-risk issue.
- Tech Transfer licenses are negotiated by the tech transfer team and then sent to attorneys for legal review before execution.
- Research Office recently implemented Huron; the legal team now receiving more contracts for legal review than before Huron
- Historically, metrics not kept on the number of contracts or review time. Huron may change this ability.
- 11 total attorneys (2 dedicated to Research)

## FIU

- \$1.34 billion FY21 operating budget – total expenditures (\$157 million research)
- Does not require legal review of all contracts. Several sponsored research contract templates in use. Templates and new agreements based on priors with same sponsor do not require legal review. First time contracts require legal review.
- Legal office prepared a review checklist for voluntary use of contract managers.
- Director of Program Administration has an experienced “screener” who screens certain types of agreements to determine what should go to legal.
- No contract management system; legal office does not track metrics.
- 8 total attorneys (1 dedicated to research)

# Agenda



University Policy and  
Contracting Overview



Contracts Practices in Focus  
– Interplay of Legal and  
Research



Comparison to Other SUS  
Research Universities



Recommendations and  
Suggested Improvements



Discussion

# Recommendations and Suggested Improvements



# Recommendations by Category



**IMPROVE  
PROCESS  
FLOW BY  
PROVIDING  
INFORMATION  
UPFRONT AND  
MAKING  
INFORMATION  
EASIER TO  
FIND**



**IMPROVE  
PROCESS FLOW  
BY  
COORDINATING  
BUSINESS  
SYSTEMS**



**CREATE MORE  
ACCELERATION  
METHODS TO  
REDUCE LEGAL  
REVIEW AT THE  
DOCUMENT  
LEVEL**



**REDUCE  
LEGAL  
REVIEW IN  
SPONSORED  
RESEARCH  
AGREEMENTS**



**STRUCTURAL  
CHANGES;  
IMPROVE  
TRAINING**



# Agenda



University Policy and  
Contracting Overview



Contracts Practices in Focus  
– Interplay of Legal and  
Research



Comparative Analysis with  
other SUS



Recommendations and  
Suggested Improvements



Discussion



# Contract review and negotiation considerations



Business terms



Risk mitigation



Legal issues



Expediency/efficiency

# Potential Applications of Key Considerations



## Business terms

- Develop business processes that involve business and financial areas to ensure institutional strategic goals are met in transactions
- Shared services across divisions where practical
- Accountability



## Risk mitigation

- Implement tools to highlight risk issues; require risk analysis
- High-level debriefing on identified issues – develop strategies to minimize future risk

# Potential Applications of Key Considerations



## Legal issues

- Maintain open door to Legal for review, collaboration, and informed decision-making
- Create additional decision-making tools



## Expediency/efficiency

- Contracts managers assume review of identified categories of contracts applying criteria to be developed
- Ensure communication across business systems
- Apply templates and decision-making tools (checklists, guides, etc.)

# University Policy Currently Requires Legal Review of Contracts



UCF Policy 2-102 says: “To minimize legal and financial risk, the Office of the General Counsel or designee must review every contract to ensure that the terms are appropriate. Certain standard contracts that have been pre-approved by the Office of the General Counsel may be executed without further review by the Office of the General Counsel or designee.”

# Questions and Discussion

