



Office of General Counsel Legal Briefings

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“It’s a Deal” – How to Process University Contracts

A contract is an agreement between two or more parties to undertake specified obligations. It can have many different names other than “contract.” A contract might be called a memorandum of understanding, memorandum of agreement, purchasing agreement, services contract, lease, invoice with terms, request for proposal attached to an agreement, offer letter, guarantee, terms of service, terms and conditions, terms of use, license, grant, research agreement, commitment, settlement, binding promise, and so on. Contracts can be written or verbal and made in hard copy or electronically (sometimes by a simple click of the mouse and/or check of a box). Before entering into a contract that imposes obligations on the University, no matter the form or title of the agreement, and regardless of dollar amount – including zero dollar agreements and University contracts paid with private funds – persons acting on behalf of the University must follow the procedures found in the Policy and Procedures Manual, Chapter 3070.

Only the University President and his listed designees have contracting authority to bind the University. These persons and their areas of contractual signatory authority are set out in a letter from the President that is on file with the Kansas Board of Regents and posted in PPM 3070.

Prior to signing, contracts must be routed through the University’s Office of General Counsel. An attorney reviews it to ensure that its terms are consistent and that it does not create unexpected obligations or unacceptable liability for the University. The attorney may suggest edits or additions to the contract, which also may involve negotiations with the other party.

The one exception to the required Office of General Counsel’s review is when the contract is a template agreement, previously approved by the Office, and there are no changes to the template’s terms (including any appendices or other attachments) other than dates, names, or dollar amounts. But some such contracts still can benefit from a legal review depending on circumstances, and the Office is always available to provide a review and advice about any University contract.

To submit a contract for processing and approval, first review it according to the Contract Review Checklist and follow the listed steps. Be sure to attach the KSU-146a and any other necessary documents, such as any previous and/or related contracts. Then submit the Contract Review Checklist, the contract, and the attached documents together either in hard copy or via email to attys@k-state.edu. If

continued



Featured FAQ

Q: How do I obtain services from the Office of General Counsel?

A: University administrators, deans, and department or unit heads are generally the appropriate persons to bring requests for legal opinions forward to our office. When a faculty or staff member has a legal question, often a dean or unit administrator may have the answer if advice from our office has already been sought on the particular matter in question. In addition, generally speaking, deans or unit administrators are in the best position to know when the unit should seek legal counsel.

If you would like to contact our office with a question or to schedule a meeting, please direct inquiries to our office staff at attys@k-state.edu or 785-532-5730. Please provide necessary background information such as the contract, policy, communication, or type of situation about which you are inquiring. This helps us to determine the best and most efficient way to handle your question, including which attorney should be involved, so that we can provide a timely and efficient response and appropriate follow-up. Our support staff are trained in and bound by the same rules of confidentiality as the attorneys. In addition, often they can help you locate the policy, office, document or other resource that can answer your question (although they cannot give legal advice). If you have already discussed the matter with a particular attorney, or if you have a reason for addressing your question to a particular attorney, you may contact that specific attorney through our office staff as described above, or you may contact the attorney directly if you prefer.

the contract involves the expenditure of \$10,000 or more, it must first be sent to the Purchasing Division for processing. Purchasing will then send the contract to the Office of General Counsel for legal review. If the contract involves a sponsored project, it must first be sent to Pre-Award Services, which will process the contract and then send it on for legal review as applicable.

You are encouraged to allow as much time as possible for review prior to when the contract

must be finalized, particularly when the contract must also go through other review processes such as Pre-Award Services, the Office of International Programs, or Purchasing, among other offices as set forth more specifically in Chapter 3070.060. Each step of the process is important in protecting the University from unintended liabilities and expenses.



Students at Fairview Elementary School in Modesto, CA display signs showing the five First Amendment freedoms.

Do You Know Your Rights Guaranteed by the First Amendment?

Two-fifths (40%) of Americans cannot name any of their rights guaranteed under the First Amendment to the U.S. Constitution, according to a national survey of over 1,000 adults conducted by the Freedom Forum Institute in 2018. The respondents were asked how many of the five freedoms they could name. About one-third (36%) could name only one freedom,

only 3% could name four freedoms, and less than one-tenth of 1 percent (just one person of all those surveyed) could name all five freedoms. The full text of the First Amendment is:

Congress shall make no law respecting an establishment of religion, or prohibiting the free exercise thereof; or abridging the freedom of speech, or of the press; or the right of the people peaceably to assemble, and to petition the government for a redress of grievances.

Resource Reminder

The Office of Risk and Compliance is available to assist units with evaluating and mitigating risk, with addressing federal and state compliance obligations, and with obtaining insurance coverage for specific programs or activities. The Office also administers Clery Act compliance at the University, including preparation of annual security reports. The Office is led by Blake Abbe, Assistant Vice President for University Risk and Compliance. You can reach the office at 785 532-6226, or by sending an email to gabbe@k-state.edu.

Visit our website:

k-state.edu/generalcounsel

Our website gives an introduction to the services we provide and addresses frequently asked questions. It also houses a list of resources for easy access to laws and policies applicable to University operations.

About this Publication:

This newsletter is designed to serve as a practical informational tool, bringing you topics of interest and practical tips. It should not be relied on as a substitute for legal advice. Laws, regulations and policies change frequently, and legal advice requires careful consideration and application of all relevant facts. If you have legal questions or need legal advice concerning any University matter, please contact the Office of General Counsel directly at 785-532-5730 or attys@k-state.edu.