



PROCESS OVERVIEW OF CONTRACTS AND AGREEMENTS

January 2023

Abstract

Overview of process, timelines, and FAQs.
NOTE: Process/templates are subject to change.

Office of Vice President of College Services

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Contents

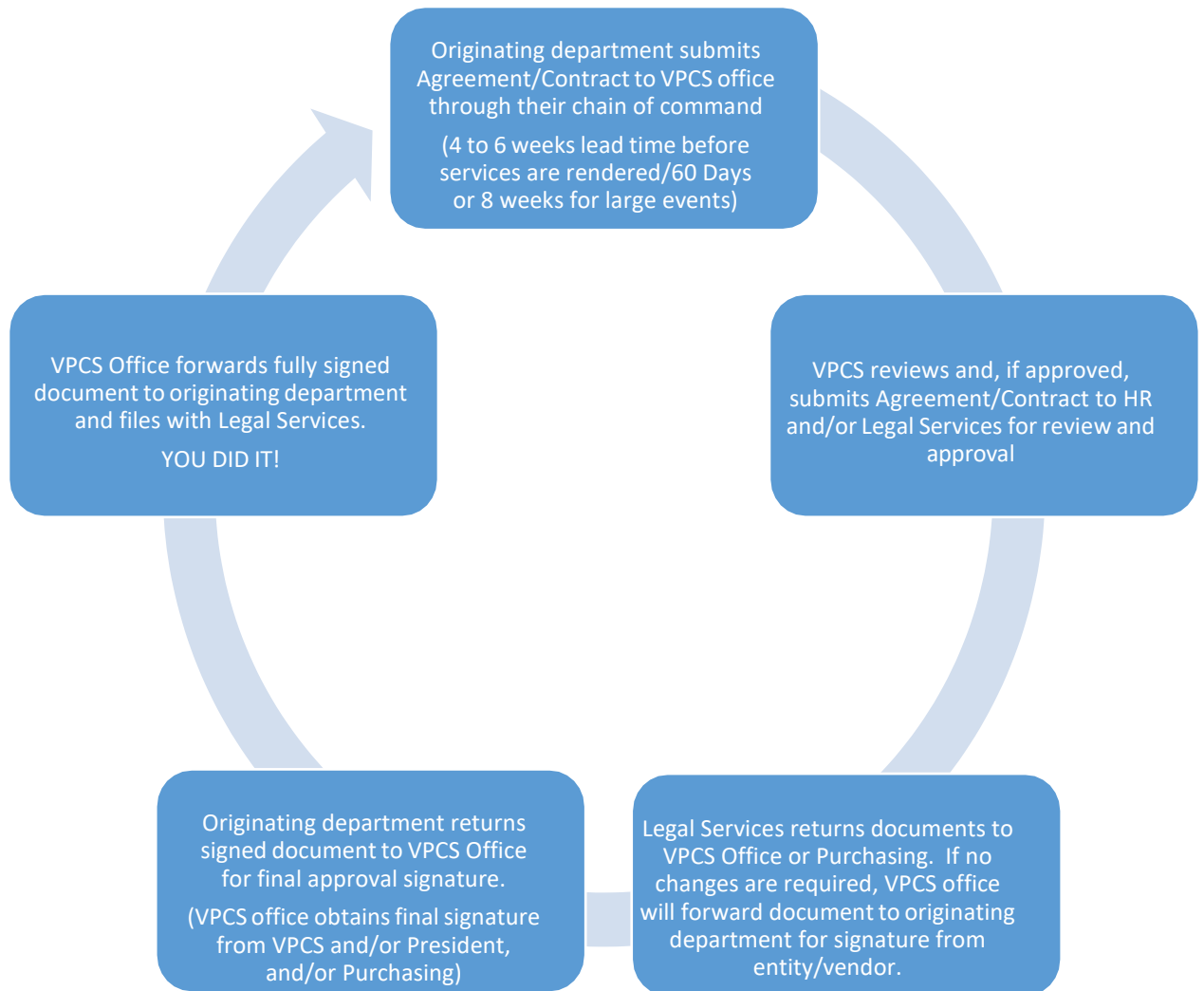
- I. WHY ARE CONTRACTS AND AGREEMENTS IMPORTANT? (CONTEXT)2
- II. FLOWCHART WITH TIMELINES2
- III. SERVICE AGREEMENT FORM LOW RISK / SERVICE AGREEMENT FORM LOW RISK (GRANT)3
- IV. SERVICES AGREEMENT FORM5
- V. FACILITY USE AGREEMENTS.....7
- VI. MEMORANDUM OF UNDERSTANDING (MOU).....9
- VII. EVENT VENDOR AGREEMENT FORM.....10
- VIII. FREQUENTLY ASKED QUESTIONS11
- IX. RESOURCES: TEMPLATES AND LEGAL WEBSITE.....14

Process Overview of Agreements and Contracts

I. WHY ARE CONTRACTS AND AGREEMENTS IMPORTANT? (CONTEXT)

These documents are important because they formalize our partnerships, protect us from liability, and ensure payment to vendors. The review process also ensures that you are following all Board Policies, Processes, and Procedures as well as requirements from Legal Affairs, Purchasing, and Risk Management.

II. FLOWCHART WITH TIMELINES



III. SERVICE AGREEMENT FORM LOW RISK / SERVICE AGREEMENT FORM LOW RISK (GRANT)

Purpose: This form is intended to be used for services rendered to Alamo Colleges by an individual that presents a sufficiently low risk that Contractor is not required to demonstrate proof of insurance. Legal advised that the following types of services cannot be low-risk agreements: Electrical work, catering/food services, valet services, petting zoos, anything that has high risk of injury, damage, or illness, etc. Bands are included in this list due to their instruments and electrical surges. These types of agreements will need a Services Agreement.

The following may use a Low Risk:

- Speakers
- Referees/Umpires/Extramural officials
- Orchestras, bands & music ensembles (with no electrical instruments/AV)
 - Services Agreement is needed for bands with large equipment, electrical instruments. On a case by case basis, if bands do not have insurance (which is required in the Services Agreement), then email VPCS with rationale for exception to use a Services Agreement for review and approval.
- Artists creating informal or non-permanent works, e.g., caricaturists, AIR BRUSH tattooists, face painters & custom flipbook artists
- DJs
- Photographers & videographers
- Program reviewers
- Facilitators
- Grant writing consultants
- Educational consultants
- Trainers

This form should only be used if the service provider is a single individual who will personally perform all of the services, regardless of whether that individual operates via an entity. This form should not be used for the services of licensed professionals. Instructional professionals ie. Faculty (Adjunct, CE, or Full Time) should not be contractors pursuant to IRS rulings requiring that they be employees, but may consult in a non-instructional capacity pursuant to this Individual Services Agreement. This form should not be used if the provision of services will involve the use of motor vehicles, performances that will involve the active participation of audience members in physical activities, or artists commissioned to create large-scope or permanent works.

Process Overview

Step 1: Department lead updates [Services Agreement Form Low Risk](#) Template with exact legal name for organization, description of deliverable terms, fees, notices, invoices to organization, set up, and other requests. Note: Notices to Alamo Colleges should be VPCS contact information with Copy to department lead and co-party information.

Step 2: Department lead submits Memo and [Services Agreement Form Low Risk](#) after appropriate

Director/Chair, Dean (if applicable), and VP have approved based on reporting structure for department lead to VPCS Office.

Step 3: Admin to VPCS reviews and makes sure terms are accurate, and the deliverables are outlined correctly, and also ensure all appropriate parties are identified in the notices to section. VPCS admin to submit for approval to designated PAC HR Partner for review and approval.

1. **If a Services Agreement Form Low Risk - Grant** is submitted then this agreement will be sent to designated PAC HR Partner and legal services for review and approval
2. A **Grant Notification Award** copy needs to accompany any submitted **Services Agreement Form Low Risk Grant** for review

Step 4: After the approval has been granted from the designated PAC HR Partner the VPCS admin (via email) will be notified and then the **Services Agreement Form Low Risk** Agreement will be forward to legal for final approval and stamp.

Step 5: After the approval has been granted from legal with legal approved stamp added, then the VPCS admin (via email) will forward to originating department so that the authorized signature from vendor can be obtained (originating department will acquire the vendor signature) then the department will forward agreement back to VPCS admin for final approval and signature by VPCS (only for items \$10,000 or less-if more than \$10,000 then PAC President shall sign agreement).

Step 6: VPCS Office saves fully executed agreement and sends to legal services and department lead.

Payment/Requisitions

Note: Once agreement is submitted to VPCS Office, please begin Requisition process at the same time to avoid any delays on processing payment. Agreement could serve as “quote.” Business/organization must also be a registered vendor IF they are to receive payment and have a Banner ID. Please visit share.alamo.edu for application and requirements to set up vendors.

Once the PO is issued, the invoice still needs to be submitted to accounts payable for payment (finalized agreement could serve as invoice), which can be submitted in the following 2 ways:

- Option 1: Upload invoice to banner with “ok to pay” and your signature included on invoice, then send an email to dst-accountspayable@alamo.edu , referencing PO, stating it has been uploaded.
- Option 2: Send invoice to accounts payable via email to dst-accountspayable@alamo.edu, referencing PO, with “ok to pay” and signature included on the invoice.

Sample in Appendix A: Low Risk Agreement Example (Always refer to legal website for updated template- this appendix is just a guide for reference)

IV. SERVICES AGREEMENT FORM

Purpose: This form is intended to be used for services rendered to Alamo Colleges and deemed to be high-risk. Legal advised that the following types of services will need a Services Agreement (not Low Risk): Electrical work, catering/food services, valet services, petting zoos, anything that has high risk of injury, damage, or illness, etc. Bands are included in this list due to their instruments, and electrical surges. On a case by case basis, if bands do not have insurance, then email VPCS with rationale for exception to use a Services Agreement for review and approval.

This form should not be used for the services of licensed professionals (use services agreement – professional). Instructional professionals ie. Faculty (Adjunct, CE, or Full-Time) should not be contractors pursuant to IRS rulings requiring that they be employees, but may consult in a non-instructional capacity pursuant to an Individual Services Agreement.

Process overview

Step 1: Department lead updates [Services Agreement Form](#) Template with exact legal name for organization, description of deliverable terms, fees, notices, invoices to organization, set up, and other requests. Note: Notices to Alamo Colleges should be VPCS contact information with Copy to department lead and co-party information.

Step 2: Department lead obtains Certificate of Insurance (COI) from vendor and ensure Insurance requirements outlined on Page 2, Section IX (INSURANCE) are met. Reference Insurance section in [Facility Use Agreement](#) and/or [Services Agreement Form](#), insurance coverages are outlined for the minimum coverages allowed. COI must list “Alamo Community College District” as a NAMED ADDITIONAL INSURED and beneficiary of contractual indemnification coverage and waiver of subrogation. COI must have active and current dates to cover the dates of services/event ie. If event is June 12, 2022, then COI must be from June 11, 2022 to June 13, 2022.

Step 3: Department lead submits Memo and [Services Agreement Form and the COI](#) after appropriate Director/Chair, Dean (if applicable), and VP have approved based on reporting structure for department lead to VPCS Office

Step 4: Admin to VPCS reviews [Services Agreement Form](#) and makes sure terms are accurate, and the deliverables are outlined correctly, and also ensure all appropriate parties are identified in the notices to section. VPCS admin to submit for approval to designated PAC HR Partner, Legal Services and Purchasing for review and approval, COI accompanies agreement for review.

Step 5a: Legal reviews and may provide feedback, VPCS Office communicates feedback with department for updates, and resubmits to legal. If no changes are requested, then department may proceed to acquire authorized signature from vendor (skip Step5b-go to Step 6).

Step 5b: Legal reviews and approves, provides stamp of approval, and VPCS Office submits back to the department to acquire authorized signature of Organization.

Step 6: Once authorized signature is acquired from vendor by department lead, then department

lead submits the signed document to VPCS Office.

Step 7: VPCS Office submits agreement to purchasing for final review and Purchasing signs. Legal may email Purchasing approved agreement separately, but preferred process to ensure VPCS Office receives fully executed copy is as outlined above.

Step 8: VPCS Office saves fully executed agreement and sends to legal and department lead.

Payment/Requisitions

Note: Once a Services Agreement is submitted to VPCS Office please begin Requisition process at the same time to avoid any delays on processing payment. Agreement could serve as “quote.” Business/organization must also be a registered vendor IF they are to receive payment and have a Banner ID. Please visit share.alamo.edu for application and requirements to set up vendors.

Once the PO is issued, the invoice still needs to be submitted to accounts payable for payment (finalized agreement could serve as invoice), which can be submitted in the following 2 ways:

- Option 1: Upload invoice to banner with “ok to pay” and your signature included on invoice, then send an email to dst-accountspayable@alamo.edu , referencing PO, stating it has been uploaded.
- Option 2: Send invoice to accounts payable via email to dst-accountspayable@alamo.edu , referencing PO, with “ok to pay” and signature included on the invoice.

Sample in Appendix B: Service Agreement Example (Always refer to legal website for updated template- this appendix is just a guide for reference)

V. FACILITY USE AGREEMENTS

Purpose: An Organization desires to utilize a Facility (property within Palo Alto College) // Types: Month or less, recurring usage, alcohol-allowed.

Process Overview

Step 1: Department lead updates FUA Template with exact legal name for organization, a description of the Facility authorized for utilization, dates/times, and other information relating to utilization as set forth in detail in Exhibit A to include terms, fee, deposit, description of use, attendance, notices, invoices to the organization, set up, and other requests. Note: Notices to Alamo Colleges should be VPCS contact information with a Copy to the department lead and co-party information.

Step 2: Reference Insurance section in [Facility Use Agreement](#) and/or [Services Agreement Form](#), insurance coverages are outlined for the minimum coverages allowed. COI must list "Alamo Community College District" as a NAMED ADDITIONAL INSURED and beneficiary of contractual indemnification coverage and waiver of subrogation. COI must have active and current dates to cover the dates of services/event ie. If event is June 12, 2022, then COI must be from June 11, 2022 to June 13, 2022.

- If **FUA (Alcohol)** is submitted, then the TABC-licensed caterer must submit its own COI as per user but with alcohol liability coverage as well.

Step 3: Department lead submits the Memo (include FOAP that will be used), FUA, and Certificate of Insurance after the appropriate Director/Chair, Dean (if applicable), and VP have approved based on reporting structure for the department lead to VPCS Office 4-6 weeks prior to the event.

- If **FUA (Alcohol)** is submitted then submit the [Alcohol Service Approval Form](#) filled out completely with vendor signature-VPCS admin will submit it for approval to the president's/chancellor's office.

Step 4: Admin to VPCS reviews FUA and COI to verify liabilities are met, terms are accurate, and notices section are correct and forward to VPCS electronically for approval to submit to legal, COI accompanies agreement for review.

Step 5a: Legal reviews, perhaps revises and provides a stamp of approval (skip Step 5b-go to Step 5c).; or provides feedback, VPCS Office communicates feedback with the department for updates, and resubmits to legal. Confirm legal stamp of approval is on agreement (example below):

APPROVED
AS TO FORM ONLY

By Ross Laughead at 6:31 pm, Sep 13, 2022

Step 5b: Legal reviews again after feedback, perhaps revises and provides a stamp of approval, and VPCS Office submits back to the department to acquire the authorized signature of the Organization.

Step 5c: If no changes are requested by Organization, then the department may proceed to acquire the authorized signature of the Organization. If changes are requested by the

Organization, return to Step 5a.

Step 6: Once an authorized signature is acquired from Organization by the department lead, then, the department lead submits the memo, signed agreement and COI to VPCS Office.

Step 7: VPCS provides final review and signs (only for items \$10,000 or less-if more than \$10,000 then PAC President or Purchasing for vendor transactions must sign the agreement).

Step 8: VPCS Office saves the fully executed agreement and sends a copy to legal services and the department lead.

Sample in Appendix C:

- FUA Example
- Pre Contract Info Form

(Always refer to legal website for updated template- this appendix is just a guide for reference)

VI. MEMORANDUM OF UNDERSTANDING (MOU)

Purpose: A mutual agreement between Alamo Colleges and Co-Party. // Types: For use when each of college and co-party have responsibilities unrelated to college facility use, college course education services agreements, or agreements obtaining services from vendors. These are common with partnerships such as ISDs and SHARE Center.

Process Overview

Step 1: Department lead updates [MOU](#) Template with exact legal name for organization, Palo Alto College's obligations and Co-Party's obligations, notices, invoices to organization and other requests that might apply. Note: Notices to Alamo Colleges should be VPCS contact information with Copy to department lead and co-party information.

Step 2: Department lead submits Memo and [MOU](#) after appropriate Director/Chair, Dean (if applicable), and VP have approved based on reporting structure for department lead to VPCS Office.

Step 3: Admin to VPCS reviews and makes sure terms of obligations are written as intended and also ensure all appropriate parties are identified in the notices to section. VPCS admin to submit for approval to legal services for review and approval.

Step 4a: Legal reviews, provides feedback, VPCS Office communicates feedback with department for updates, and resubmits to legal. If no changes are requested, then department may proceed to acquire authorized signature of organization (skip Step4b-go to Step 5).

Step 4b: Legal reviews and approves, provides stamp of approval, and VPCS Office submits back to the department to acquire authorized signature of Organization.

Step 5: VPCS Office acquires last approval signature from President, saves fully executed agreement and sends copy to legal and department lead.

NOTE: If another office within Alamo Colleges is executing agreements ie Vice Chancellor for DC/ECHS MOUs, then please be sure to send fully executed copy to Office of VPCS and include Office of VPCS in the routing/review process.

VII. EVENT VENDOR AGREEMENT FORM AND FOOD TRUCK AGREEMENT FORM

Purpose: College desires to utilize vendors OR Food truck (if not part of dining services contract) for a public event (i.e. food booth vendors, arts & crafts booth vendors, hand soap booth vendors, food trucks, etc.) // Types: For use when PAC has a public event, such as PACFest or a Farmer's market.

Process Overview

Step 1: Originating department provides Event Vendor Agreement Form OR Food Truck Vendor Contract Form to food vendor to fill out and return to POC designated on form.

Event Vendor Agreement Form is also needed for both vendors selling non food items such as, soaps, lotions, etc....

Step 2: Upon vendor's submission of Form to PAC, PAC POC must verify that vendor submits all required documentation:

1. provides a COI with limits of at least \$1 Million (details on form).
2. They must present this contract, completed and signed, a valid COI, valid state driver's license or state issued identification card for each vendor event participant.
3. Food vendors must comply with attached excerpted Procedure C.2.1.4, (pg. 3 of Form) including any required City permits.

Step 3: Originating department is to submit finalized PDF packet of documents (agreement with supporting documentation) via email to VPCS Office (4-6 weeks ahead of event).

VIII. FREQUENTLY ASKED QUESTIONS

1. In what format do I send my document?

Documents must be sent to VPCS in **electronic Word format** so that legal may make edits. Do not send documents in PDF until approved by VPCS Office to do so.

2. Where is the College Procedure and Resource Guide?

Reference [pac-procedure-a20_0.pdf \(alamo.edu\)](#) and [pac-procedure-a20_0-process-for-agreements-and-contracts.pdf \(alamo.edu\)](#)

3. Are on campus vendors required to have insurance, even smaller companies?

Yes. All on campus vendors must have insurance and should use an Event Vendor Agreement Form. There are no exceptions. This includes sale of services, food, and goods.

4. How do I know what insurance is needed?

Reference Insurance section in [Facility Use Agreement](#) and/or [Services Agreement Form](#), insurance coverages are outlined for the minimum coverages allowed. COI must list "Alamo Community College District" as a NAMED ADDITIONAL INSURED and beneficiary of contractual indemnification coverage and waiver of subrogation. The description of the event with day(s), times, and location(s) must also be included under the Description of Event section. This information should match exactly what is in the contract. COI must have active and current dates to cover the dates of services/event ie. If event is June 12, 2022, then COI must be from June 11, 2022 to June 13, 2022.

5. What can VPCS sign, purchasing sign, and President sign?

All vendor purchase transactions (Services agreements) are for Purchasing per Policy C.1.5, but it has by Procedure C.1.5.1 delegated authority to VPCS for up to \$10K under unamended low risk. Basically, Low Risk Services agreements, approved by legal, and less than \$10K can be signed by VPCS. VPCS signs all FUAs.

Purchasing will sign all Services Agreements for Companies and any agreement over \$10K when payment is issued to a vendor/contractor.

President will always sign partnership agreements such as MOUs. President signs non-purchase commitments (MOU, partner agreements, etc..).

6. Where do I find the agreement templates?

In the Legal Services website (not Alamo Share): [Office of Legal Services | Alamo Colleges](#)

7. When filling out Exhibit A, which delineate vendor deliverables what should I consider?

You should approach this section by considering what you would be unhappy with if vendor did or did not do and then list within this section as a requirement.

8. How do I know what template to use?

Each contract/agreement has a specific use, see description for each. If in doubt call the VPCS Office for guidance at 210.486.3936, we are here to help.

9. Do I need to get signatures from external organizations first before the President or VPCS sign?

Yes, after the VPCS office has instructed you to do so. This ensures that PAC receives a fully executed agreement as

the final signor. Purchasing may be instructed by legal to sign first and then Purchasing may acquire vendor signature but VPCS Office always recommends department contact that is initiating the contract/agreement secure vendor signature and then send to VPCS Office for final signature to ensure fully executed document is received.

10. Why do I need to submit contracts and agreements to legal and VPCS Office for review?

Our goal is to protect you and Alamo Colleges. VPCS in combination with legal services will provide proper guidance to ensure the deliverables are in accordance with Alamo Colleges policies and procedures. Sometimes Purchasing will advise on agreements as relevant to procurement practices.

11. Can I use acronyms within the agreement?

No, always spell out organization name completely

12. Where can I get a status update on my contract?

Contact your department VP admin to check status for you.

13. How do I know what fees to include?

Consider fees, travel and lodging (limit to what ACCD policy will reimburse), other expenses

14. How do I create project milestones for an MOU?

Be specific, include timelines, milestone where appropriate and collaborate with the partner organization

15. What if a counter-party insists on using its own form of agreement?

Send counter-party form completed with business terms to VPCS, who will send to Purchasing for vendors and to Legal for non-vendors

16. For a Services Agreement, Low Risk; how should individual name be listed if also a business?

[Individual name], doing business as _____.

17. How are catering services defined and what agreement type should be used?

Any time a company (365 catering, Bill Miller BBQ, etc...) makes food AND also serves the food on site at PAC, a Services Agreement with COI is needed.

18. Can I include multiple dates of service in one agreement?

Yes, you can list multiple events/dates of service in one agreement as long as that agreement type is applicable to the service being provided and events/services are clearly defined in the agreement. For example, you can complete a Services Agreement for 365 Catering for all events 365 will cater in one fiscal year ie. Sept 1 - Aug 31. Another example, you can complete a Services Agreement, Low Risk for referee services for the year and include the maximum amount payable within the agreement. Finally, you can complete a Services Agreement, Low Risk for DJ Services and include all event dates and payment amounts for all events throughout the year where that DJ will perform.

19. What if I want to use a food truck that is not within the dining services contract?

Department will need to use Food Truck Agreement Form Available on Legal Services Website.

20. Can I pay for services with a direct pay or PCARD?

Requisitions (POs) should be submitted for Service Agreements, not Direct Pay requests. The vendor should still issue an invoice for services rendered and the vendor should reference the PO# on the invoice. PCARD cannot be used.

IX. RESOURCES: TEMPLATES AND LEGAL WEBSITE

Legal Services Website: [Office of Legal Services | Alamo Colleges](#)

ALL ALAMO COLLEGES CONTRACT FORMS

- Affiliation Agreement ACCD College Workplace Setting Form
 - *Follow same process as MOU*
- Affiliation Agreement Department of Early Childhood and Family Studies
 - Follow same process as MOU
- Affiliation Agreement ACCD College Health Care Form
 - *Follow same process as MOU*
- Affiliation Agreement ACCD College Non-Health Care Form
 - *Follow same process as MOU*
- Affiliation Agreement ACCD Facility Non-Health Care Form
 - *Follow same process as MOU*
- Alamo Area Academies
- Amendment Form
- Child Care Services Agreement Form
- Dual Credit Private Charter School MOU
- Educational Service Agreement College-Based
- Event Vendor Agreement Form
- Facilities Rental Fee Exception Form
- Facility Use Agreement Alcohol Served Form
- Facility Use Agreement Month Or Less Form
- Facility Use Agreement Month Or Less - Governmental Form
- Facility Use Agreement Month Or Less In-Kind Consideration Form
- Facility Use Agreement Recurring Months Form
- Facility Use Agreement Recurring Intermittent Use as Needed Form
- Food Truck Agreement Form
- Grant Subaward Federal Funds Only Agreement Form
- Grant Subaward Federal Funds Through State Form
- Grant Subcontract after Subaward Federal Funds Only
- Grant SubContract Federal Funds Only Agreement Form
- Grant 2D SubContract Federal Funds Only Agreement Form
- Grant 2D Subcontract Federal Funds Through State Agreement Form
- Grant 2D Subcontract State Funds Only Form
- Lease Form

- Memorandum of Understanding (MOU) Form
- Release and Indemnity General Participation
- Release Indemnity Trip
- Release and Indemnity, Higher Risk
- Services Agreement Form - Governmental
- Services Agreement Form - Grant
- Services Agreement Form - Low Risk
- Services Agreement Form - Low Risk - Grant
- Services Agreement Form
- Services Agreement Form Professional
- Services Agreement Form Professional - Grant

