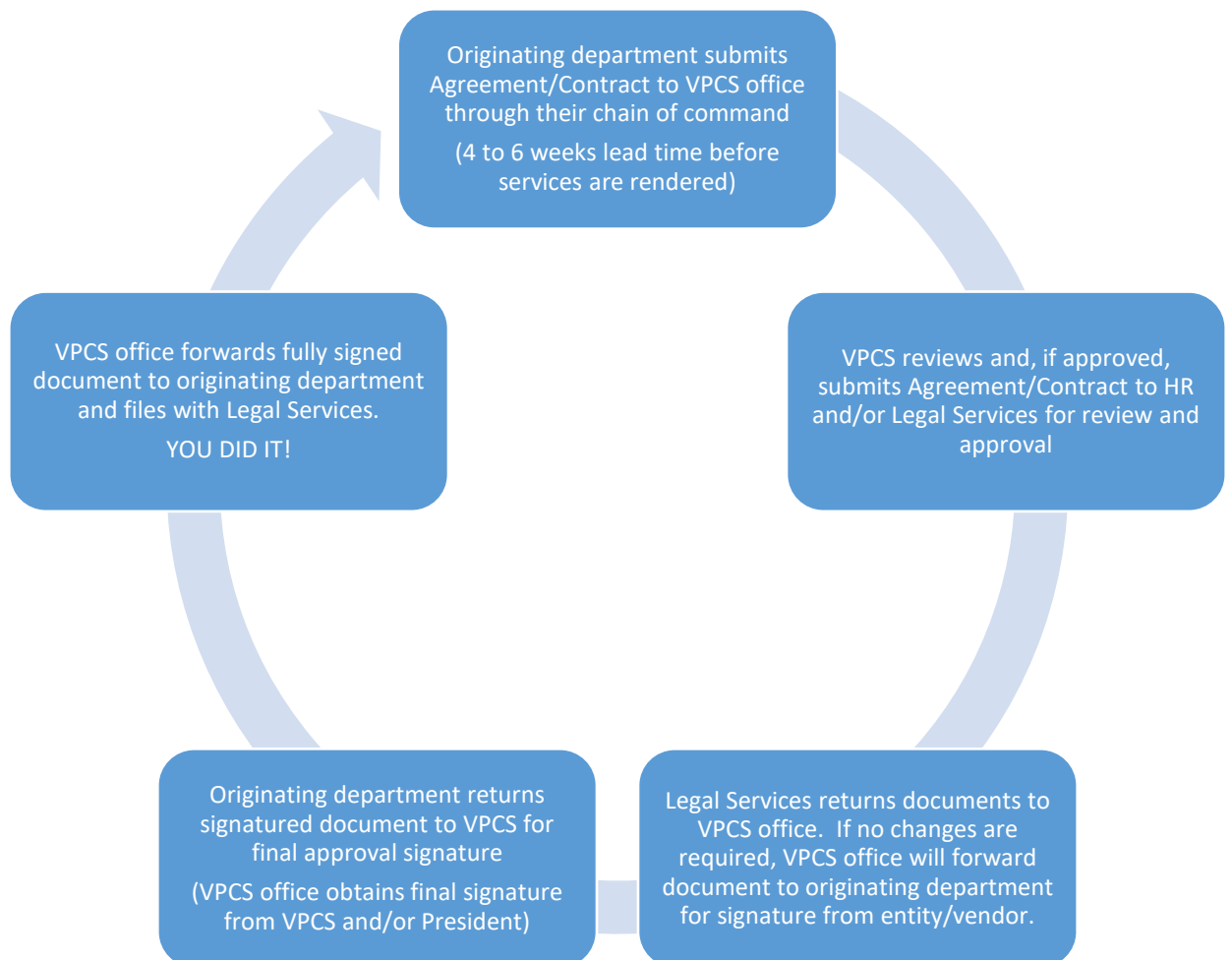


Process Overview of Agreements and Contracts

- I. **Why are contracts and agreements important? (Context)**
 - a. Formalizes our partnerships, protects us from liability, ensures payment to vendors
 - b. NOTE: Always use a new agreement for each use from the Legal Services website
 - c. Legal policies
 - d. Volume submitted
- II. General guidelines checklist with timeline/Amounts for Signature/Disclaimer- This is just a guide but is subject to updates from legal and college.
- III. Flowchart with TIMELINES



IV. **Service Agreement Form Low Risk Individual/ Service Agreement Form Low Risk Individual Grant**

a. 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. For example: to be used for the following list below.

- Speakers
- Orchestras, bands & music ensembles
- 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 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.

b. Types: Individual, Grant-Related

c. Process overview

- i. Step 1: Department lead updates [Services Agreement Form Low Risk Individual](#) Template with exact legal name for organization, description of deliverable terms, fees, notices, invoices to organization, set up, and other requests. (See highlighted section in sample packet)
 1. Note: Notices to Alamo Colleges should be VPCS contact information with Copy to department lead and co-party information.
- ii. Step 2: Department lead submits Memo and [Services Agreement Form Low Risk Individual](#) after appropriate Director/Chair, Dean (if applicable), and VP have approved based on reporting structure for department lead to VPCS Office.
- iii. 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 Individual 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 Individual Grant** for review
- iv. 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 Individual** Agreement will be 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).
- v. Step 5: VPCS Office saves fully executed agreement and sends to legal services and department lead.
- d. Additional
- e. Sample Packet

V. **Services Agreement Form Company**

- a. Purpose: This form is intended to be used for services rendered to Alamo Colleges by a company rather than by an individual.

This form should not be used for the services of licensed professionals (use services agreement – professional). Instructional professionals 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.

- b. Types
- c. Process overview
 - i. Step 1: Department lead updates **Services Agreement Form Company** Template with exact legal name for organization, description of deliverable terms, fees, notices, invoices to organization, set up, and other requests. (See highlighted section in sample packet).
 1. Note: Notices to Alamo Colleges should be VPCS contact information with Copy to department lead and co-party information.
 - ii. Step 2: Department lead obtains Certificate of Insurance (COI) from vendor and ensure Insurance requirements outlined on Page 2, Section IX (INSURANCE) are met. Also, ensure Alamo Community College District is named as additional insured and beneficiary of contractual indemnification and waiver of subrogation
 - iii. Step 3: Department lead submits Memo and **Services Agreement Form Company and the COI** after appropriate Director/Chair, Dean (if applicable), and VP have approved based on reporting structure for department lead to VPCS Office.

- iv. Step 4: Admin to VPCS reviews [Services Agreement Form Company](#) 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.
- v. 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).
- vi. Step 5b: Legal reviews and approves, provides stamp of approval, and VPCS Office submits back to the department to acquire authorized signature of Organization.
- vii. Step 6: Once authorized signature is acquired from vendor by department lead, then department lead submits the signed document to VPCS Office.
- viii. Step 7: VPCS provides final review and signs.
- ix. Step 8: VPCS Office saves fully executed agreement and sends to legal and department lead.
- d. Sample Packet/COI

VI. Facility Use Agreements

- a. Purpose: Organization desires to utilize the Facility (property within Palo Alto College)
- b. Types: Month or less, recurring usage, alcohol-allowed, Natatorium per-lane.
- c. Process overview
 - i. 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 organization, set up, and other requests. (See highlighted section in sample packet)
 - 1. Note: Notices to Alamo Colleges should be VPCS contact information with Copy to department lead and co-party information.
 - ii. Step 2: Department lead obtains Certificate of Insurance (COI) from Organization and ensures Insurance requirements outlined on Page 3, Section IX (INSURANCE) are met. Also, ensure Alamo Community College District is named as additional insured and beneficiary of contractual indemnification and waiver of subrogation (See example COI in sample packet)
 - 1. If **FUA (Alcohol)** is submitted, then TABC-licensed caterer must submit its own COI as per user but with alcohol liability coverage as well
 - iii. Step 3: Department lead submits Memo, FUA, and Certificate of Insurance after appropriate Director/Chair, Dean (if applicable), and VP have approved based on reporting structure for department lead to VPCS Office.
 - 1. If **FUA (Alcohol)** is submitted then submit [Chancellor's Approval of Alcohol Service Form](#) filled out completely with vendor signature-VPCS admin will submit for approval to president's/chancellor's office.

- iv. 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.
- v. Step 5a: Legal reviews, perhaps revises and provides stamp of approval (skip Step 5b-go to Step 6).; or provides feedback, VPCS Office communicates feedback with department for updates, and resubmits to legal.
- vi. Step 5b: Legal reviews again after feedback, perhaps revises and provides stamp of approval, and VPCS Office submits back to the department to acquire authorized signature of Organization.
- vii. Step 5c: If no changes are requested by Organization, then department may proceed to acquire authorized signature of Organization If changes are requested by Organization, return to Step 5a
- viii. Step 6: Once authorized signature is acquired from Organization by department lead, then, department lead submits the signed document to VPCS Office.
- ix. 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 agreement).
- x. Step 8: VPCS Office saves fully executed agreement and sends copy to legal services and department lead.
- d. Additional: Requires Certificate of Insurance (COI).
- e. Sample Packet/COI

VII. Memorandum of Understanding (MOU)

- a. Purpose: A mutual agreement between Alamo Colleges and Co-Party.
- b. 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
- c. Process overview
 - i. 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. (See highlighted section in sample packet)
 - 1. Note: Notices to Alamo Colleges should be VPCS contact information with Copy to department lead and co-party information.
 - ii. 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.
 - iii. 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.

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

- d. Additional
- e. Sample Packet

VIII. Additional

a. FAQs

i. How do I know what insurance is needed?

- 1. Reference Insurance section in [Facility Use Agreement](#) and/or [Services Agreement Form Company](#), insurance coverages are outlined for the minimum coverages allowed.

ii. What can VPCS sign and what can the President sign?

- 1. The VPCS threshold for signature is only \$10,000 of college spend. \$10,000 or above will be signed by the Palo Alto College President or by Purchasing for vendor transactions.

iii. Where do I find the agreement templates?

- 1. In the Legal Services website (not Alamo Share).
- 2. <https://www.alamo.edu/about-us/offices-departments/departments/legal-services/>

iv. How do I know what template to use?

- 1. Each contract has a specific use, see description for each.
- 2. If in doubt call the VPCS office for guidance, we are here to help.

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

- 1. Yes, after the VPCS office has instructed you to do so.

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

- 1. 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 also advise on some agreements.

vii. Can I use acronyms within the agreement?

- 1. No, always spell out organization name completely.

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

- 1. Call the VPCS office to find status and/or update on agreements.
- 2. Check with your department VP admin to check status for you.

ix. How do I know what fees to include?

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

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

1. Be specific, include timelines, milestone format with payment based on milestone where appropriate/work with organization

xi. 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

b. Resources: Templates, Legal Website, IVPCS Office Contact Info

i. Legal Services Website:

1. <https://www.alamo.edu/about-us/offices-departments/departments/legal-services/>

ALL ALAMO COLLEGES CONTRACT FORMS

- Affiliation Agreement ACCD as College Early Childhood
 - *Follow same process as MOU*
- Affiliation Agreement ACCD as College Form
 - *Follow same process as MOU*
- Affiliation Agreement ACCD as Facility - Non-Health Care Form
 - *Follow same process as MOU*
- Affiliation Agreement ACCD as Facility - Nursing Form
 - *Follow same process as MOU*
- Alamo Area Academies
- Amendment Form
- Chancellor's Approval of Alcohol Service Form
 - *See instructions on FUA Process Overview*
- Child Care Services Agreement Form
- Dual Credit Private Charter School MOU
- Event Vendor Agreement Form
- Emergency Information Form
- Educational Service Agreement College-Based
- Event Vendor Agreement Form
- Facilities Rental Fee Exception 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-Unscheduled
- Facility Use Agreement Natatorium Per-Lane Form

- Facility Use Agreement Natatorium Per-Lane Governmental Form
- Facility Use Agreement (Alcohol)
- Facility Use Agreement (Alcohol-Koehler)
- Facility Use Agreement Koehler Portraits Only Form
- Facility Use Agreement Month or Less - CoSA
- General Participation Release
- 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
- Koehler Facility Use Policy
- Lease Form
- Memorandum of Understanding Form
- Services Agreement Form Company
- Services Agreement Form Competitive Procurement
- Service Agreement Form Competitive Procurement Outsourcing
- Services Agreement Form Governmental
- Services Agreement Form Individual
- Services Agreement Form Low Risk Individual
- Services Agreement Form Low Risk Individual Grant
- Services Agreement Form Professional
- Waiver Student Participants (Out of Town)