

University of Houston  Clear Lake  
TRAINING GUIDE for NON-STANDARD AGREEMENTS

**The UHCL signature on the contract must be that of either the President, the Senior Vice President for Academic Affairs & Provost or the Vice President for Administration and Finance.**

**The contract should be sent unsigned to the vendor.** If the vendor returns the contract electronically, it must be legible. If there is ANY doubt as to whether the document is legible, forward it to Contracts Administration for verification before UHCL signatures are obtained.

Any last-minute handwritten changes to the business terms (e.g., dates or price) of the contract must be initialed by all signers of the contract.

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1. If the vendor will not agree to use a UHCL standard agreement, provide them with the following information so that they can complete their agreement before forwarding it to you:
  - A. University name and address – See the correct nomenclature for University of Houston-Clear Lake on page 6 of the [Brand Guide](#).
  - B. Name and title of UHCL staff that will sign the contract
  
2. During your conversation with the vendor, verify the following information:
  - A. Legal name of vendor
  - B. Address of vendor
  - C. Tax ID of vendor
  - D. Will the vendor need an original hard copy of the fully-executed contract or will a soft copy suffice?
  - E. Will the vendor require a "clean copy" of the final agreement or will they be willing to initial any agreed upon revisions to the final document?
  - F. Will the vendor agree to sign the Certification of No Boycott of Israel form?
  - G. Will the vendor agree to sign the Standard Contract Addendum (SCA) to be attached to and made a part of their agreement? If yes, complete the SCA signature block and send to the vendor.

- **If the purchase is under \$25,000:**
  - If the vendor will sign the SCA without changes, we can process the purchase without Office of General Counsel (OGC) review if the contract does not contain any clause that supersedes any portion of the SCA.
  - If the vendor will sign but would like to make changes to the SCA, we must send their request to legal for approval.
- **OGC review is required, but is processed more efficiently by using the SCA if:**
  - The contract is valued at \$25,000 or more,
  - The contract has a clause that supersedes any portion of the SCA, and/or
  - The vendor has requested changes to the SCA.
- **The SCA cannot be used for:**
  - Revenue agreements
  - Non-standard Memoranda of Understanding, Letters of Intent, affiliation agreements, Interlocal agreements and Interagency agreements
  - Agreements for "Consulting Services" (defined by state law as "the service of studying and/or advising a state agency under a contract that does not involve the traditional relationship of employer-employee")
  - Contracts requiring Board of Regents approval and/or signature by the UHS President/Chancellor

**NOTE: Use of the SCA requires proof of insurance from the vendor. Be sure to inform the vendor of the insurance requirements set out in Section 9** of that addendum so that the vendor can be fully aware of all costs they may have to incur as they prepare the quote for the requested goods and services.

It is always in the best interests of the University to acquire the proof of insurance required by the contract. However, if the vendor states that they cannot or will not provide the required insurance, use the Insurance Waiver Request Form on the [Contracts](#) webpage to request a waiver for that contract. If

the waiver is granted, you can proceed to the next step. If the waiver is denied, contact Contract Administration for options.

**BE AWARE:** The waiver of subrogation needs to cover only the duration of the contract. For 1-day events, there is usually no cost to the vendor.

3. While waiting to receive the agreement:
  - A. Verify PeopleSoft vendor ID by using the tax ID of the vendor to run the UHS\_AP\_SEARCH\_FOR\_VENDORS query in PeopleSoft. Verify that the name and address is the same as the vendor provided.
  - B. If corrections or new vendor setup is needed, send vendor the link to vendor setup instructions (link to instructions is on the [Contracts](#) webpage under Miscellaneous Information).
4. Once the agreement is received from the vendor:
  - A. If the agreement is received with empty fields, complete all the fields so that the contract is complete.
  - B. Review the business terms of the agreement. If any changes are needed, print the agreement and mark the changes needed.
  - C. Do not make any changes to the legal terms and conditions.
  - D. Complete the Office of Contract Administration (OCA) coversheet. If agreement has no insurance terms, move to step 5.
  - E. If insurance terms are included in the agreement, complete Section 1 of the Insurance Terms Approval for Non-Standard Agreements form. Send the form along with the agreement via email to [UHCLProcurement@uhcl.edu](mailto:UHCLProcurement@uhcl.edu) for approval of the insurance terms. Once the signed form has been returned, move to step 5.
5. Submit the following documents to Contract Administration for transmittal to legal for review and approval:
  - A. OCA coversheet
  - B. Original UNsigned non-standard agreement
  - C. Marked-up agreement with requested changes to business terms (if applicable)
  - D. SCA (if vendor agreed to sign) – If revisions are requested by the vendor, be sure that they are legible or attach a separate page with revisions listed.
  - E. Insurance Terms Approval form (ONLY if insurance terms are included in the agreement OR if using the SCA and vendor has requested changes to the insurance section of the addendum)
6. Depending on the type of OCA approval received by Contract Administration:
  - A. If OCA approved WITHOUT revisions:
    - Send UNsigned agreement to vendor to acquire signature.
    - Once the signed contract has been received from vendor, attach required internal documentation to the contract (listed below).
  - B. If OCA approved WITH revisions:
    - Send UNsigned agreement to vendor to acquire approval of revisions.
    - If vendor does NOT agree to OCA revisions, request the contact information of the vendor's legal representative, including phone and email. Forward this information to Contracts Administration.
    - OCA will contact the vendor's legal representative to come to an agreement.
    - OCA will send second draft of agreement. This process will continue until both parties can agree.
    - Send final agreement to vendor to acquire signature.
    - Once the signed contract has been received from vendor, attach required internal documentation to the contract (listed below).

Required Internal Documentation:

- Revenue Contract Coversheet (if applicable)
- Certificate of Insurance or Insurance Waiver if required by contract
- Certificate of No Boycott of Israel form

- Food Service Waiver if contract is for on-campus catering more than \$100
  - President/Vice President approval if alcohol is to be served
  - Sole Source Purchase Justification form **PRE**-approved by Executive Director of Procurement & Payables or Director of Procurement if the amount of the contract is more than \$5,000
  - Vendor hold status documentation if contract is more than \$500
7. If no encumbrance is required (zero dollar and services/revenue contracts), submit a pdf document of the fully-executed contract with all supporting documentation to [UHCLProcurement@uhcl.edu](mailto:UHCLProcurement@uhcl.edu). To process an encumbrance, follow the *Instructions for Entering Contract Requisitions into Workflow* to process a contract requisition. Department should keep the original contract documents.
8. Department is responsible for sending a fully-executed contract to the vendor.

**If you have questions, please call Contract Administration at Ext. 2150.**

**All forms are available on the [Contract Administration](#) web page.**