

# UNIVERSITY OF MINNESOTA - OFFICE OF THE GENERAL COUNSEL

## PURCHASING RELATED CONTRACT REVIEW FORM

Contracts will not be entered into the legal queue to review until all requirements of this form are completed.

*In all but exceptional circumstances, University contract templates should be used. **If University templates are used and the Supplier makes no changes to the templates, you do not need OGC to review your contract.** If the Supplier insists on their template contract, OGC will provide you with initial comments and recommendations. Note that only ONE set of terms and conditions should be used, either University or Supplier.*


*The OGC contracting team services all departments and system campuses, please be aware that, depending on OGC workload and contract complexity, it is our goal to provide initial comments within 3 weeks after receipt of all requested documentation. The nature of all expedited requests must be explained in this request. Notations such as "need ASAP," "urgent," or "expedite" alone will not provide sufficient information to justify prioritizing one contract over others. If you have not received a substantive response within three weeks, you may contact us for an update.*

<b>SECTION 1A</b> <b>DETERMINE IF YOU ARE READY TO SUBMIT YOUR CONTRACT TO OGC</b> <b>Prior to submitting your contract to the OGC answer the following:</b>	
<p><b>Is the total value of your agreement, or potential agreement, during its term \$50,000 or more?</b></p> <p>If <b>YES</b>,  . Do not continue with this form and <b><u>do not submit your contract to OGC.</u></b></p> <p>Contact Purchasing Services for next steps. Agreements \$50,000 or more must go through Purchasing Services for RFP/RFB or be reviewed and approved for exception to bid. In either case, Purchasing Services must review your purchase and the agreement with you prior to OGC review. The Purchasing Services category manager will advise on business issues and submit the contract to OGC if review is necessary. We will not accept submissions for review of contracts over \$50,000 through this submission process.</p>	
<p><b>Is the contract for architect, engineer, designers, and construction services?</b></p> <p>If <b>YES</b>,  do not continue with the form, do not submit your contract to OGC. Contact Capital Planning and Project Management (CPPM) for next steps.</p>	
<p><b>IF ANY OF THE FOLLOWING ARE INCLUDED AS PART OF YOUR AGREEMENT,  DO NOT CONTINUE WITH THIS FORM.</b></p> <p style="text-align: center;"><b>CHECK WITH THE ASSOCIATED DEPARTMENT BEFORE SUBMITTING THIS FORM TO OGC.</b></p> <p style="text-align: center;">Once feedback is received from the applicable department, if OGC review is still necessary, you can continue with this form and include information about these matters in the comments section below.</p>	
FISMA or NIST Compliance requirements	Contact: University Information Security <a href="mailto:security@umn.edu">security@umn.edu</a>
Lease, Purchase, or Use of University Real Estate	Contact: University Real estate Office: <a href="mailto:reo@umn.edu">reo@umn.edu</a>
Licensed use of University trademarks or logos OR you have a contract related to filming on campus.	Contact: University Relations <a href="mailto:urelate@umn.edu">urelate@umn.edu</a>
University is providing services to a party outside of the University.	Contact: University's External Sales Department or also see: <a href="https://policy.umn.edu/finance/externalsales">https://policy.umn.edu/finance/externalsales</a>
Unfunded research related agreements, material transfer agreements, or research related agreements for data sharing.	Contact: <a href="mailto:ufra@umn.edu">ufra@umn.edu</a> See: <a href="https://research.umn.edu/units/spa/unfunded-agreements/overview">https://research.umn.edu/units/spa/unfunded-agreements/overview</a>
Audit or Financial Services	Any services in these categories require the Controller's review and approval
Lab supplies, office supplies, chemicals, and other supply items	Check U Market first before moving forward


## SECTION 1B

CHOOSE YES OR NO, AND FOLLOW ANY INSTRUCTIONS THAT APPLY TO YOUR CONTRACT

**Supplier will receive, create, maintain, or transmit Protected Health Information (“PHI” or medical data or records).**

If YES,  contact the University's Information Security Department at [security@umn.edu](mailto:security@umn.edu) to initiate a security assessment and Health Information Privacy Office at [privacy@umn.edu](mailto:privacy@umn.edu). If your unit is part of the University's health care components, HIPCO may recommend a BAA for the Vendor. Obtain the BAA **before** sending this agreement to OGC. Once the BAA is in place, and the security assessment is complete, finish this form and supply OGC with any information provided by [privacy@umn.edu](mailto:privacy@umn.edu) and [security@umn.edu](mailto:security@umn.edu). **Attach the UIS vendor report to your submission.**

**Supplier will have access to, store, or transmit data that is classified by University Information Security Department as Private – Highly Restricted, or Private - Restricted. This could include personally identifiable information of students, employees, volunteers, University financial information, or other information the University would consider sensitive, or confidential.**

If YES,  do not submit this form or your contract to OGC yet. First contact the University's Information Security Department (“UIS”) at [security@umn.edu](mailto:security@umn.edu) to initiate a security assessment. **If UIS security review classifies the data shared with the supplier is as public, you should answer "No" to this question and move forward with this form.** If the data is not classified public data, once the security assessment is completed you can select "yes", but you can then continue with this form. Be certain to include details of what sensitive data will be accessed or stored by the Supplier, and any concerns provided by UIS. **If a vendor review is completed by UIS include the vendor review report with your submission to OGC.** For guidance on data classification, see the University Information Security website and here: <https://policy.umn.edu/it/dataclassification>  
<https://policy.umn.edu/it/dataclassification-proc02>  
[https://policy.umn.edu/it/dataclassification-appa\\_](https://policy.umn.edu/it/dataclassification-appa_)

**Your agreement allows the Supplier to own or share ownership of deliverables, transfers University intellectual property ownership to Supplier, or licenses University intellectual property to the Supplier or any third party.**

If YES, please use the comments section at the end of this form to explain what your department is proposing regarding intellectual property ownership. Note that generally when the University is purchasing services from a Supplier it is expected that the University will own all deliverables and any work product.

**The services include human or animal research.**

If YES, please include in the notes/comments section at the end of this form whether you have received the applicable IRB or IACUC approval. If you have not received IRB or IACUC approval, do not submit your agreement for approval until approval has been obtained.


**The agreement is for the purchase of human tissue and specimen usage.**

**The services provided include the Supplier working with or around minors at the University.**

If YES, please confirm that your department has reviewed and complies with the University's Safety of Minors policy **prior to** submitting this form to OGC. It is the department/unit's responsibility to verify compliance with the policy.

See: <https://policy.umn.edu/operations/minorsafety>


**The contract involves potentially hazardous or dangerous equipment, materials, or compounds.**

If YES,  do not submit this form to OGC yet. Contact Risk Management **prior to** submitting this for to OGC to confirm whether additional insurance provisions will be required in the contract. Please provide the risk management response, and detail on the hazardous nature of the equipment or services in the notes/comments section at the end of this form.

**The contract involves a foreign vendor (or the foreign office of a vendor) or performance outside of the United States.**

If YES, please provide the location and any additional details in the notes at the end of this form.

**Supplier will have access to or will be processing Credit Card Data as part of the services.**

If YES,  do not submit this form to OGC yet. Contact [pmtcard@umn.edu](mailto:pmtcard@umn.edu) **prior to** sending your contract to OGC. Once review by [pmtcard@umn.edu](mailto:pmtcard@umn.edu) is complete you can finish this form and include any information and/or comments provided by [pmtcard@umn.edu](mailto:pmtcard@umn.edu) with your completed form.

**Federal Funds will be used to purchase the good or service.**




### SECTION 3 – if submitting UNIVERSITY TEMPLATE changes ONLY

Certifications\* (choose Yes or No on the dropdown and follow instructions)

**I have read the edits made by the Supplier to the University's template and I have resolved the edits that relate to business or operational matters. I have made notes in the agreement about whether I will accept those business or operational related changes.**

*All agreements contain business and legal terms. The legal review process does not include negotiation or resolution of business or operational terms and conditions. It is your responsibility to negotiate business terms that best meet the needs of your department and the University. Provide your comments and questions on business or legal terms to OGC by using the [comments function](#) in Microsoft Word. Make sure the contract accurately and fully reflects the proposed academic or business arrangement; the financial terms, operational details, and all factual information is accurate; and your school or department is able to comply with all requirements in the contract. **DO NOT SUBMIT YOUR CONTRACT FOR REVIEW UNTIL YOU CAN ANSWER YES TO THIS SECTION.***

**Did the vendor edit the insurance section of the University's template?**

*If YES, , do not submit to OGC yet. First contact the Risk Management Department to discuss whether such changes are acceptable. If Risk Management agrees or suggests edits, you may then complete and submit this form to OGC. Include details of any Risk Management response in the document, or in the comments section below.*


### SECTION 4 – if submitting SOFTWARE, SaaS, OR CLOUD BASED SERVICES ONLY

Certifications\* (choose Yes or No on the dropdown and follow instructions)


**Is the software being purchased listed in the University's software portfolio, Atlas? See: [Software Portfolio](#)**

**Will others beyond purchaser need access to this software? If yes, who (ex. students, faculty, staff)**

**Does this software need to be integrated into or have access to the University's IT infrastructure?**

*If YES, , do not submit this form to OGC yet. Contact the University's information security to confirm the use of this software is acceptable. Once confirmed, you can continue with this form.*

**Will this software be integrated with another University software?**

*If YES, , do not submit this form to OGC yet. Confirm with your IT professional that this software or SaaS product can be integrated with the University's systems or other software. Also, confirm that the software integration is permitted by each software product. In many cases, a software manufacturer will not warrant or service a software if it is integrated with another software. Once confirmed, you can continue with this form.*


**Will this software be integrated into any University research or an invention that could later be sold or licensed to an outside party?**

**Will the software, support documentation, and/or associated data files be accessed remotely by a employee or student user while outside the United States? If YES, include details below in comments**

**If the software will be used by students, employees, and/or University guests, does it meet University accessibility requirements?**

See: <https://accessibility.umn.edu/laws-policies/university-policy>

**Are there additional online terms and conditions applicable to this software or SaaS product?**

*If YES, , cut and paste the online terms and conditions into a Word document and review those terms and conditions as you did with the main agreement. It is common that the online terms and conditions detail how the software can be used by an end user, what the software supplier is permitted to do with the data and information you give them, and what the Supplier will retain when the agreement is terminated. Address any concerns about the online terms and conditions in the Word document by using the comments function. Include the Word version of the online terms that includes your comments when you submit this form.*

**CONTINUE TO NEXT PAGE**

**SECTION 5 – to be completed by ALL  
ADDITIONAL INFORMATION & COMMENTS**

*Please summarize and provide details about your transaction. If applicable, detail the scope of the service or software use, data being shared or stored, and any other important information or concerns. Also include any information provided by departments required to be contacted prior to submitting this form (ex. form provided during a vendor security assessment, information provided by risk management). Also please share any information about areas where you think there may be risk to the University or special circumstances that may warrant additional review by the OGC.*

<p><b>Is this a renewal, extension, amendment, or update to a current contract with this vendor?</b> <i>If renewal or amendment, please include original signed contract.</i></p>	
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<p><b>Have you asked the vendor if they have a contract with any other department/unit at the University?</b> <i>If vendor has a contract with another University department, please note that here and attach a copy of the contract to your request.</i></p>	
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**Supplier's Legal Name:**

**Requester Name:**

**Supplier's Address:**

**Requested on Behalf of:**

**City, State, Zip:**

**Contract Price:**

**University Unit/Dept. Name:**

**Contract Term/Length:**

**HOW TO SUBMIT YOUR CONTRACT TO OGC FOR REVIEW:**

When all sections are completed email the following to [ogcpurchasing@umn.edu](mailto:ogcpurchasing@umn.edu) :

- ✓ **this form**,
- ✓ the **WORD** version of the agreement to be reviewed (PDF is not acceptable), and
- ✓ **any applicable attachments** (ex. scope of work, UIS vendor review report, proposals, additional terms and conditions)

**ADDITIONAL NOTES:**

- Please **DO NOT** copy other OGC personnel, or the OGC general inbox in your submission email.
- Your submission will not be entered into the queue to review if information in this form is missing, the form is not complete, or a step was skipped.