

The University of Scranton
Office of the General Counsel

Checklist: Contract Review and Signing Process

- 1. **Read the entire agreement.** You don't need to decipher the "legalese," but you are in the best position to evaluate whether the contract:
 - a. actually reflects the deal you negotiated; and
 - b. requires anything that you, your department, or The University of Scranton are unable (or unwilling) to provide.

- 2. **Fill in any blanks in the agreement.** Whether it is the rate to be charged, a description of the services to be provided, or the location of the services or event, the information that goes in the blanks matters. When providing a description, use as much detail as necessary to describe the essential services or goods to be provided.

- 3. **Send the agreement for advance review.** Send all agreements to The University of Scranton's Office of the General Counsel for legal review before they are signed, preferably with at least 4 week's lead time, in case there are any provisions that need to be removed or renegotiated to avoid unnecessary risks to The University of Scranton. If the agreement will involve or affect any other office on campus (for example, the purchase of software that IT will need to support), send a copy to that office for advance review as well. **If at all possible, send the document(s) in an editable format. Microsoft Word documents are highly preferred.**

- 4. **Discuss any suggested edits with your contact at the company,** and request that they incorporate the edits (if applicable). In most cases, it is most expeditious if you conduct the "negotiations" with your counterpart at the company. However, if your counterpart insists on involving his/her company's lawyer in the negotiations, then the Office of the General Counsel must be involved.

- 5. **Send the finalized contract to the appropriate University of Scranton administrator or his/her delegate for signature.** If you are unsure who should sign a particular contract, check The University of Scranton's Delegation of Contracting Authority at:

- 6. **Retain a fully-signed copy of the agreement for your files.** Send the original of the fully-signed agreement to the Office of the General Counsel. Please retain your copy of the agreement in accordance with the Records Management Policy and the Records Retention Schedule under Policies on our Web site.