



## University Operating Procedure

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# Contracts- Standard Provisions Review

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## Overview

This University Operating Procedure creates a mechanism by which the Office of Purchasing Services, the Department of Risk Management & Safety, the Office of the General Counsel, and the Chief Risk Officer shall confer annually regarding standards for defense and indemnification and hold harmless provisions; limitations on the amounts or types of liabilities of the other contracting party, its subcontractors, agents and/or successors; specifications of the choice of law, forum and/or dispute resolution means; assumption or allocation of the risk of accidental injury, loss or damage to the University, its employees, its students or invitees, or loss of or damage to property owned, leased, or loaned by or to the University; waivers of rights (including subrogation); and insurance.

## Procedures

Annually, and no less than thirty (30) days before the start of the fiscal year, the Purchasing Contract Analyst, the Director of the Department of Risk Management & Safety, the General Counsel, and the Chief Risk Officer will confer regarding standards for the above-referenced provisions and to review template language for use in recurring contracts or types of contracts. The General Counsel or the General Counsel's designee will convene the meeting. If any of these offices determines that revisions are advisable during the course of a year, it is the responsibility of that office to initiate consultation with the other offices.

## Definitions

N/A

## Contacts

Questions related to the daily operational interpretation of this policy should be directed to the Office of the General Counsel

## **Forms**

N/A

## **Related Documents/Policies**

Contract Approval and Signatory Authority Policy

<http://www.uvm.edu/policies/procure/contract.pdf>

Procurement or Lease of Goods and Services and Contract Approval and Signatory Authority for

Procurement or Lease of Goods and Services Policy

<http://www.uvm.edu/policies/procure/procurement.pdf>

## **Effective Date**

Approved by the Vice President for Legal Affairs and General Counsel April 14, 2014