



## UNIVERSITY OPERATING PROCEDURE

**Title:** Contracts- Standard Provisions Review

### Overview

This University Operating Procedure creates a mechanism by which the Office of Purchasing Services, the Department of Risk Management, the Office of the General Counsel, and the Chief Safety & Compliance 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.

### Applicability of the Procedure

This Operating Procedure applies to the following employees of the University of Vermont: the Office of Purchasing Services, the Department of Risk Management, the Office of the General Counsel, and the Chief Safety & Compliance Officer.

### Definitions

None

### 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, the General Counsel, and the Chief Safety & Compliance 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.

### Contacts

Questions concerning the daily operational interpretation of this UOP should be directed to the following:	
Title(s)/Department(s):	Contact Information:
Office of the General Counsel	(802) 656-8585 <a href="mailto:General.Counsel@uvm.edu">General.Counsel@uvm.edu</a>

## Forms/Flowcharts/Diagrams

- None

## Related Documents/Policies

- [Contract Approval and Signatory Authority Policy](#)
- [Procurement or Lease of Goods and Services and Contract Approval and Signatory Authority for Procurement or Lease of Goods and Services Policy](#)

## Training/Education

Training will be provided on an as-needed basis as determined by the Approval Authority or the Responsible Official.

## About This Procedure

<b>Responsible Official:</b>	Vice President for Legal Affairs and General Counsel	<b>Approval Authority:</b>	Vice President for Legal Affairs and General Counsel
<b>Affiliated Policy Number(s):</b>	None	<b>Effective Date:</b>	April 14, 2014
<b>Revision History:</b>	Reaffirmed June 8, 2022		

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*University of Vermont Policies and Operating Procedures are subject to amendment. For the official, approved, and most recent version, please visit UVM's [Institutional Policies Website](#).*