Instructional Guide for Legal Review Process and Supplier Requests for Signature



Step By Step instructions to obtain legal approval and signatures on any supplier agreements, documentation, quotes, terms & conditions, memo of understanding, etc.

WHY ?:

The Legal Review process is a risk mitigation and is required prior to documents being signed on behalf of the University of Arkansas.





STEP 1:

- Review any Supplier agreement for term and conditions or a signature field for acceptance.
- Ask the supplier if they are willing to accept a University Purchase Order in lieu of Legal Review/Signature
- If the supplier does not require a signature and will accept a University PO, no Legal Review/Signature is Required for non-IT related purchases.
- Make clear comments on Requisition or Supplier Contract in Workday if supplier accepts PO in lieu of Legal Review/Signature

STEP 2:

- <u>Is this part of a new or existing Supplier Contract?</u> If so, <u>include a copy of your Legal Review Form and the Supplier</u> <u>Contract will automatically route to Legal for review.</u> If not, <u>please continue below.</u>
- Send a copy of the suppliers' quote/agreement/terms and conditions, or any item requiring a UA Signature of acceptance along with a fully completed Legal Review Form to <u>gckrev@uark.edu</u>. You should ask the supplier if they are willing to sign their agreement prior to UA. If they require UA to sign first, please indicate that on Line 3 of the Legal Review Form.
- You should always download the latest version of the Legal Review Form at <u>https://procurement.uark.edu/_resources/documents/legalreviewform.p</u> df to make certain you have an up-to-date version.



workday

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STEP 3:

Search Workday to make sure the supplier you are attempting to work with is an active UAF Supplier. If so, move on to Step 4. If not then you will need to have them onboarded thru the PaymentWorks System later on in Step 7, assuming we can come to terms on their agreement.

You can find more information about PaymentWorks at the link below.

https://businessservices.uark.edu/vendors/index.php

STEP 4:

Once General Counsel has reviewed the supplier's agreement the Legal Review will be emailed back to the requestor. It will be signed by a member of General Counsel and one of two boxes will be checked at the bottom in the space between Requestor's signature and General Counsel's signature.



STEPS 5a, or 5b:

• Step 5a: If, on the Legal Review Form, the box labeled "*Is acceptable for signature*" is checked skip to Step 7.

OR

• Step 5b: If, on the Legal Review Form, the box labeled "*Is returned with comments and suggested revisions*" please follow the instructions in Step 6 to obtain final APO Signature/Approval. Use step 6a for Addendums or Step 6b for Redlines(changes).

STEPS 6a, 6b, or 6c:

• Step 6a: If General Counsel returns an Addendum along with your signed Legal Review form, you need to reach out to supplier and have them sign the addendum before we can sign their agreement. Once they return the signed version of our addendum, please move on to Step 7.

OR

• Step 6b: If General Counsel has returned the supplier's agreement with changes or strike-throughs in red text (these are known as REDLINES), then you need to reach out to the supplier and give them the option of either initialing all redlines and signing at the bottom of the redlined version of their agreement, or creating a new version of the agreement that incorporates all the redlines suggested by General Counsel.

OR

• Step 6C: The Supplier returns the agreement with their own redlines/changes or addendum. If this happens go back to Step 3 until General Counsel and the supplier can come to agreeable terms. If one or neither party agrees to final terms, then you will need to find a new supplier.

NOTE: All items requiring APO Signature should be signed by the supplier prior to being sent for final APO Signature.



PaymentW₉rks

STEP 7:

At this time, you are ready to request APO Signature on the supplier's agreement. If the supplier is active in Workday, please move on to Step 8. If the supplier is NOT active in Workday, then this is the time to have them onboarded thru PaymentWorks. You can find instructions on how to do this at the following link.

https://businessservices.uark.edu/vendors/index.php

STEP 8:

If the supplier is active in Workday, you will now create a "draft" requisition in Workday for the items/services on the supplier's agreement. To do this you will create a requisition as normal, attaching all the necessary forms, (Legal Review, Supplier Agreement, any other applicable forms) but at the portion of the submission where you would normally hit the orange "Submit" button, you will instead select "Save For Later". This will assign a RQ# to this transaction. Make note of that number for later reference. This will be the requisition you submit for final approval once you have the fully signed agreement.





STEP 9:

 Email a copy of the Supplier Agreement (both the original and all subsequent Redlined versions), Signed Legal Review Form, and any addendums or other necessary paperwork to your Procurement Coordinator. You can find your assigned Procurement Coordinator using the link below.

https://businessservices.uark.edu/budgetary-unit-assignments.php

- In the subject line of your email please include "Need APO Signature" along with your draft Requisition number (RQ#) and in the body of your email tell us which items need signed and on which pages.
- Note: Supplier Contracts (SPC) will automatically route to Legal for Legal Review. There is no need to email General Counsel or the Procurement Coordinator for an SPC.

STEP 10:

An APO with Signature Authority will sign the agreements and the Procurement Coordinator will email the fully executed agreements back to the requestor to attach to their draft requisition.





STEP 11:

Attach the fully executed items, as well as all original and subsequent redlined versions of the agreement to your Workday draft requisition and submit for approval.

STEP 12:

Once approved the Requisition will be assigned a Purchase Order number (PO). This is the time to email the PO as well as the fully executed copies to the supplier yourself. Not all Workday Suppliers have an active email address associated with them and so the supplier may not receive the PO with the fully executed agreements if you do not email them yourself.





CONGRATULATIONS! You're Done!

You have completed the Legal Review to APO Signature Process!

| Supp S agr tern or | Dlier Agreement upplier has an eement that has ns and conditions needs signature | Active Supplier? Check Workday to make sure supplier is active UAF supplier. If not, then they will need to go thru Payment Works later in the process. | | Legal Review Form Download latest copy of Legal Review Form. Fill out and send agreement and completed LRF to General Counsel for review. | | Legal Review General Counsel reviews | |
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| Payment Works Now is the time to onboard new | | Supplier Changes to Redli d Legal have firms you are ss for APO re. Supplier Changes to Redli If the supplier has changes of to own send back to General Coun- review/approval. | | ines? their nsel for | Addendums or Redlines? If LRF is returned with addendum or redlines work with supplier to resolve. | Legal Review Form is signed and returned. | |
| suppliers. Draft Requisition Create draft req in Workday. | Email Procurement Email documents and draft RQ# to Procurement requesting APO Signature. | | Documents Signed Procurement Coordinator will forward documents for final APO Signature. | | APO Signature Obtained Documents are signed and Procurement Coordinator emails them back to requestor. | Attach to Req Attach signed | |
| You're Done! You've completed the Legal Review Process. Once the P the supplie with our | | | Email Supplier Furchase Order is issued email r the signed documents along ir purchase order number. | | Purchase Order Issued equisition is approved a purchase order will be issued. | requisition. Submit Requisition Submit for final approval. | |