

# Contract Management Policy

<b>Document Control Information</b>	
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Owned by:	Nicholas Giddy, Head of Legal Services; Katie Watson, Head of Procurement
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## **1. Introduction and Aims**

1.1. This contract management policy provides a consistent approach to contract management across the institution with the following objectives:

- a) Support university-wide best practice for approving and managing contracts, in order to limit risk and ensure value for money.
- b) Ensure contract rights and obligations are carefully considered before being committed to
- c) promote effective contract management covering all aspects of the contract's lifecycle (both pre-award and post-award)
- d) Deliver quality management information that supports strategic decision-making and strong negotiations, with financial and reputational risk reduced and opportunities for dispute are minimised.

## **2. Scope**

2.1. This policy applies to all contracts entered into by the University other than:

- a) Contracts of employment prepared under the authority of the Director of Human Resources. There are specific procedures which apply to employment contracts which take account of employment law issues.

## **3. Responsibilities**

3.1. In addition to the persons with authority to approve expenditure under the Scheme of Delegation and Financial Regulations, the following roles have the responsibilities assigned to them:

- a) Contract Owner – required for each contract, and who will lead on and be responsible for the management of the contract and complying with this policy in respect of the contract.
- b) Gateway Panel - group of representatives from Legal, Procurement, Finance and such other members designated by the Vice Chancellor who will review proposed contract requirements through the Gateway Process.

#### **4. Pre Signing Contracting Procedure (Gateway Process)**

4.1. This procedure does not derogate from the requirements of the Scheme of Delegation or Financial Regulations. It must read in conjunction with:

- a) Board Regulations, which set out signing authority
- b) Scheme of Delegation, which sets out approval authority
- c) Financial Regulations, which sets out financial controls and governance, including delegation of approval authority.
- d) Procurement Policy which ensures compliance with public procurement rules and value for money in relation to purchasing; and
- e) Legal Exemptions Policy, which summarises contracts exempt from Legal Review.

4.2. For all contracts the same general steps are required:

- a) Business needs/scoping &c
- b) Authority to tender
- c) Tender/quotes/negotiation/Due Diligence &c
- d) Legal/Compliance/Project Risk
- e) Authority to award
- f) Contract Signing
- g) Recording of contract

4.3. Responsibility for each step and the specific requirements of each step will depend on the total value of the contract. The values are banded: less than £25,000; £25,000 or more, up to £100,000; and more than £100,000.

4.4. The responsibility for each step and the specific requirements of each step are set out in the attached appendix A.

4.5. The Contract Owner is responsible for ensuring that each step is completed in line with Appendix A.

#### **5. Gateway Process**

5.1. All contracts with a value over £25k must be submitted to the Gateway Panel for review and approval of Legal, Financial and Procurement compliance in

line with the Gateway process.

5.2. The Gateway process is made up the following 2 stages:

a) Pre Procurement Approval - Gateway 1 (CG1):

All projects with a projected contract value of over £100k must be submit a CG1 Form to the Panel for approval before the commencement of the procurement or contracting process.

Gateway 2 (CG2): Pre Contract Approval

All contracts being awarded with a value over £25k will need prior approval by the Gateway Panel before they can be submitted for signature or payment.

5.3. Contracts over £100k must submit both a CG1 and CG2 prior to each corresponding stage of the process.

No contracts within the scope of this Policy shall be sent for signature by authorised University signatories until the Gateway Panel have approved a recommendation for signature at the conclusion of the final Gateway stage (CG2).

**5.4. The Gateway panel may consider a combined (or “rolled-up”) CG1 and CG2 in cases of exceptional urgency caused by unforeseeable circumstances where considering the stages separately would have an unacceptable impact on the operations of the University. The Gateway panel shall report all combined CG1 and CG2 submissions to SLT. Post Signing Contract Management**

5.5. The Contract Owner will be primarily responsible for managing and monitoring the contract. The level of contract management will depend on the contract risk categorisation assigned to the contract. The Contract Owner should refer to any guidance issued pursuant to this Policy, ensuring robust management of performance against specific and measurable deliverables contained within the contract terms.

5.6. Any amendments to contracts, including contract extensions and variations,

must be prepared and authorised in accordance with the procedures issued under this Policy. Serious contract performance issues and disputes should be flagged by the Contract Owner to the Gateway Panel for tracking and management via the Contract Management system where appropriate.

5.7. The contract management procedures and related guidance issued under this Policy shall support early review of contract requirements (in advance of contract expiry or termination) and appropriate preparation for contract renewals, re-tendering and service exit/handover obligations where applicable.

## **6. Contract Register**

6.1. The Strategic Procurement Team manages and maintains a Contracts Register on behalf of the University recording all Contracts over £25k

6.2. The Contracts Register provides the following benefits:

- a) storing and accessing all relevant contracts, supporting compliance with audit and governance requirements and giving contract owners direct and easy access to the agreements they need to manage.
- b) Reporting and analytics (i.e. Contract Register information) on live University contracts, enabling all contracts in scope to be searched or identified within a specific review timeframe. This data can also provide insight into risks across contracts, compliance obligations and financial metrics.

6.3. All contracts entered into the Contracts Register are assessed for financial, service, legal, reputational and health and safety risk. These risks are monitored as part of the Contract Management process.



## Appendix A

Value	Business needs/ scoping &c	Authority to tender	Tender/quotes/ negotiation/Due diligence &c	Legal/ Data Protection/ Project Risk Assessment	Authority to award	Signing	Recording of contract
<£25k	PSD/School	HoPSD/Dean or financial delegates	PSD/School	See below	HoPSD/Dean or financial delegates	Signed by HoPSD/Dean	PSD/School send to Procurement (webform)
≥£25k ≤£100k	PSD/School	HoPSD/Dean or financial delegates	PSD/School	See below	Gateway Panel approve	<ul style="list-style-type: none"> <li>• Procurement administer signing (contract already submitted using webform)</li> <li>• Signed by HoPSD/Deans</li> </ul>	Procurement
>£100k	PSD/School with Procurement	Gateway Panel	PSD/School with Procurement	See below	<ul style="list-style-type: none"> <li>• Gateway Panel recommend approval</li> <li>• Approval in line with FinRegs/Scheme of delegation: <ul style="list-style-type: none"> <li>○ &lt;£250K - budget holder plus Senior Leadership Team (SLT) line manager or any SLT member</li> <li>○ &gt;£250k &lt;£2M - Vice-Chancellor or Deputy Vice Chancellor and the Chief Operating Officer or University Secretary</li> <li>○ &gt;£2M &lt;£5M Finance and Resources Committee</li> <li>○ &gt;£5M Board of Governors</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• Procurement administer signing</li> <li>• Signing in line with Board Regs (Vice Chancellor, the Deputy Vice Chancellor(s), the Secretary, Chief Operating Officer and Pro-Vice Chancellors)</li> </ul>	Procurement

## Appendix A

<b>Data Protection Assessment</b>	<b>Legal Review</b>	<b>Project Risk Assessment</b>
<ul style="list-style-type: none"><li>• Any personal data (other than de minimis) assessment by Contract Owner</li><li>• Type of Data relationship (controller to controller, controller to processor etc) assessment by Contract Owner (with advice from DPO as necessary)</li><li>• Data Privacy Impact Assessment (DPIA) screening (including whether any international transfer of personal data) by Contract Owner (with advice from DPO as necessary)</li><li>• Data Privacy Impact Assessment (If indicated by screening) by Contract Owner with RAG+ review by Data Protection Officer<ul style="list-style-type: none"><li>○ Green – no action</li><li>○ Yellow – contract owner to sign off</li><li>○ Red – HoPSD/Dean to sign off</li><li>○ Red+ – COO/SLT member to sign off</li></ul></li></ul>	<ul style="list-style-type: none"><li>• Exempt from review – assessment by Contract Owner using checklist</li><li>• Not exempt –RAG+ review by Legal<ul style="list-style-type: none"><li>○ Green – no action</li><li>○ Yellow – contract owner to sign off</li><li>○ Red – HoPSD/Dean to sign off</li><li>○ Red+ – COO/SLT member to sign off</li></ul></li></ul>	<ul style="list-style-type: none"><li>• &lt;100k assessment by Contract Owner using matrix</li><li>• ≥100k assessment by Procurement using matrix<ul style="list-style-type: none"><li>○ Green – no action</li><li>○ Yellow – contract owner to sign off</li><li>○ Orange – HoPSD/Dean to sign off</li><li>○ Red+ – COO/SLT member to sign off</li></ul></li></ul>