

## ***APPENDIX: PROPOSAL TO ADD OR CHANGE POLICY***



**University of California, Berkeley**

**Policy Issued: September 13, 2000**

**Effective Date: March 31, 2020**

**Revision Date: March 31, 2020**

**Supersedes: Business Contracts Office: Roles & Responsibilities**

**Next Review Date: June 30, 2024**

### **Office of Business Contracts and Brand Protection: Business Contract Policy**

Responsible Executive: Marc Fisher, Vice Chancellor - Administration

Responsible Office: Business Contracts & Brand Protection

Contact: Michele Huff  
Director, Business Contracts & Brand Protection  
[mhuff9@berkeley.edu](mailto:mhuff9@berkeley.edu)  
510-642-9120

### ***Policy Statement***

Any University of California, Berkeley personnel or unit (e.g. department, school, college, research lab, administrative office, etc.) (“**Department**”) seeking to engage in a business contract with an outside party (e.g. individual, educational institution, state government, agency, company, etc.) (“**Outside Party**”) should seek guidance on whether they have the delegated authority to execute such a contract on behalf of The Regents of the University of California (“**University**”). The University policies for executing contracts are complex and governed by numerous delegations of authority (<https://compliance.berkeley.edu/execute-agreements>) and policies (<https://policy.ucop.edu/doc/3620683/BFB-BUS-10>).

The Board of Regents have delegated authority to the President and the Chancellor to execute the various contracts required to implement approved programs and activities. In turn, the Chancellor has redelegated that authority to several contracting offices at the University of California, Berkeley, including the Office of Business Contracts and Brand Protection (“**BCBP**”). Each contracting office (including BCBP, Sponsored Projects Office, Industry

Alliance Office, Real Estate and Supply Chain Management) has a specific area of responsibility in executing contracts. Departments are responsible for contacting the appropriate contracting office for their particular transaction with an Outside Party. Departments can consult the University's Guide to Contracting and the Contracting Office Decision Tree to determine the appropriate contracting office (<https://bcbp.berkeley.edu/contracting-berkeley>).

Absent a formal written delegation of authority, University personnel are not authorized to execute contracts for or on behalf of The Regents of the University of California, except as a result of administrative responsibilities outlined in University policies (e.g., Academic Personnel Manual, *Business and Finance Bulletin*). University personnel who enter into contracts that exceed the scope of their authority may be personally liable for the unauthorized commitment.

BCBP reviews, drafts, assists in the negotiation, and executes a variety of revenue-generating contracts, including, services; continuing and professional education; event and general sponsorships; copyright licenses; facilities use; affiliation/student placement; and public service and educational outreach. Alternatively, other contracting offices process contracts related to: procurement; research for federal, state, and non-profit; industry research, IP licenses and material transfers, or real estate.

BCBP is responsible for final preparation and execution of contracts, including securing the appropriate business, risk, privacy, security, and legal review. BCBP may request that the Department secure additional approvals in certain circumstances, if the authority to execute that contract falls outside the scope of our delegated authority. BCBP will only execute contracts in accordance with applicable University policies and procedures. Information on the contracting process can be found on the BCBP web page entitled Business Contracts and Brand Protection: Business Contracts (<https://bcbp.berkeley.edu/business-contracts>).

The requesting Department is the "office of record" responsible for contract management and for complying with all applicable University policies, including maintaining the original contract (in accordance with the University records retention policy), invoicing and disbursements, ensuring compliance (including certifications, insurance requirements, etc.), and keeping documents that might be needed for an audit or Public Records Act request.

All Departments must submit their contract requests through BCBP's contract management system ("BCMS") and must include the project's scope and objectives, the institutional interests to be served, an assessment of any potential risk and financial impact. Departments are also responsible for making business and programmatic decisions regarding the contract and contract performance. More information on BCMS can be found on the BCBP web page entitled Business Contracts and Brand Protection: Business Contract Management System (<https://bcbp.berkeley.edu/business-contracts/getting-started-bcms>).

The time it takes BCBP to review a contract will depend on many factors, including the complexity of the project, whether we are using an approved template, whether the matter implicates significant financial risk and/or liability to the University, or affects more than one Department. In some cases, these contracts may also require review and/or approval by the

University Office of the President and/or the Regents prior to signature. Department must plan for this contingency when setting internal deadlines.

Questions or additional information, please reach out to [bcmshelp@berkeley.edu](mailto:bcmshelp@berkeley.edu) or visit our website at <https://bcbp.berkeley.edu>

## ***Scope of Policy***

Deans, Directors, Department Chairs, Administrative Officers, Faculty and Staff.

## ***Why We Have This Policy***

To inform the campus community of the processes related to the execution of business contracts, and the roles and responsibilities of the Office of Business Contracts and Brand Protection.

## ***Procedures***

BCBP reviews, drafts, assists in the negotiation, and executes a variety of revenue-generating contracts, including, services; continuing and professional education; event and general sponsorships; copyright licenses; facilities use; affiliation/student placement; and public service and educational outreach. Alternatively, other contracting offices process contracts related to: procurement; research for federal, state, and non-profit entities; industry research, IP licenses and material transfers, or real estate.

All Departments must submit their contract requests through BCBP's contract management system ("BCMS"), and the request should include the project's scope and objectives, the institutional interests to be served, an assessment of any potential risk and financial impact. BCMS can be accessed at [bcms.berkeley.edu](http://bcms.berkeley.edu). Departments are also responsible for making business and programmatic decisions regarding the contract and contract performance. More information on BCMS can be found on the BCBP web page entitled Business Contracts and Brand Protection: Business Contract Management System (<https://bcbp.berkeley.edu/business-contracts/getting-started-bcms>).

## ***Responsibilities***

BCBP is responsible for final preparation and execution of contracts, including securing the appropriate business, risk, privacy, security, and legal review. BCBP may request that the Department secure additional approvals in certain circumstances, if the authority to execute that contract falls outside our delegated authority. BCBP will only execute contracts in accordance with applicable University policies and procedures. Information on the contracting process can be found on the BCBP web page entitled Business Contracts and Brand Protection: Business Contracts (<https://bcbp.berkeley.edu/business-contracts>).

The requesting Department is the "office of record" responsible for contract management and for complying with all applicable University policies, including maintaining the original contract, in

accordance with the University records retention policy (<https://policy.ucop.edu/doc/7020454/BFB-RMP-2>), invoicing and disbursements, ensuring compliance (including certifications, insurance requirements, etc.) (<https://policy.ucop.edu/doc/3620683/BFB-BUS-10>), and keeping documents that might be needed for an audit or Public Records Act request.

## ***Consequences of Policy Violations***

Absent a formal written delegation of authority (delegated to BCBP here: <https://compliance.berkeley.edu/sites/default/files/BCO%20delegation%20of%20authority%20-%20MKR%20-%2009.30.13%20%281%29.pdf>), University personnel are not authorized to execute contracts for or on behalf of The Regents of the University of California, except as a result of administrative responsibilities outlined in University policies (e.g., Academic Personnel Manual, *Business and Finance Bulletin*). Delegations of Authority must be in writing and can be found here: <https://compliance.berkeley.edu/delegations-current>. University personnel who enter into contracts that exceed the scope of their authority may be personally liable for the unauthorized commitment.

## ***Web Site Address for This Policy***

*<http://campuspol.berkeley.edu/policies/.pdf>*

## ***Glossary***

**University:** a corporation established by the California Constitution whose formal name is The Regents of the University of California

**The Board of Regents or Regents:** The Board of Regents of the University

**University of California, Berkeley:** The Berkeley campus of the University

**President:** The President of the University

**Chancellor:** The Chancellor of the University of California, Berkeley

**BCBP:** The Office of Business Contracts and Brand Protection, University of California, Berkeley

**BCMS:** BCBP's contract management system that can be accessed at [bcms.berkeley.edu](http://bcms.berkeley.edu).

**Department:** Any University of California, Berkeley personnel or unit (e.g. department, school, college, research lab, administrative office, etc.).

**Outside Party:** Any individual, educational institution, state government, agency, company, etc., with which a Department would like to engage in a business contract

Delegated Authority: Authority delegated from The Regents of the University of California to the University of California, Berkeley.

## ***Related Documents and Policies***

Business Contracts and Brand Protection: Business Contracts website:  
<https://bcbp.berkeley.edu/business-contracts> and <https://bcbp.berkeley.edu>.

University's Guide to Contracting and the Contracting Office Decision Tree  
(<https://bcbp.berkeley.edu/contracting-berkeley>).

Business Contract Management System Guide (<https://bcbp.berkeley.edu/business-contracts/getting-started-bcms>).

Delegations of authority (<http://policy.ucop.edu/doc/3410211/AM-D224-17>).

Current delegations at UC Berkeley (<https://compliance.berkeley.edu/delegations-current>)

Records retention policy (<https://policy.ucop.edu/doc/7020454/BFB-RMP-2>)