



Policy # 20101

DOCUMENT OPERATIONAL REVIEW POLICY

Effective Date: February 14, 2025

Responsible Office: UNIVERSITY COMPLIANCE

Division: OPERATIONS AND ADMINISTRATION

I. PURPOSE/OBJECTIVE

The purpose of this policy is to establish a systematic process for the operational review of all documents. This review process aims to safeguard the institution's interests, ensure compliance with applicable regulations, and promote effective management of institutional resources.

Examples of document for review may include but are not limited to facility-use, waivers, distribution, marketing, brand, royalty, digital, affiliation, band or artist performance, purchase, service, athletic or nursing clinical agreements, memoranda of understanding (MOUs), hotel contracts, and/or other documents, that are not routed through the Purchasing Department or Research and Sponsored Programs before said document is executed by the President, Chief Operating Officer, Vice President of Academic Affairs, Vice President of Finance or Vice President of Intercollegiate Athletics if applicable on behalf of the institution.

This policy is not intended to conflict with the Contract Administration Policy #54005, obligations within the Louisiana Procurement Code or the management of university grants in accordance with the Grants Routing and Transmittal Policy #81001.

II. APPLICABILITY

- A. All documents must undergo a comprehensive operational review process to ensure they are aligned with institutional goals, comply with applicable laws and regulations, and mitigate operational, financial, legal, and reputational risks.
- B. All documents must complement the university's messaging pillars as a component of the university's overall brand.
- C. The operational review process ensures that all agreements or documents are reviewed by the appropriate department stakeholders to assess their impact on the institution's operations, resources, and compliance requirements.
- D. No individual employee may enter into any agreement for employment, procure goods and services, or execute an agreement on behalf of Grambling State University without the expressed written authority of the President of the university. Furthermore, some agreements require additional approval by the Board of Supervisors.
- E. Grambling State University is accredited by the Southern Association of Colleges and Schools Commission on Colleges (SACSCOC) to award associate,

baccalaureate, master's, and doctorate degrees. GSU also may offer credentials such as certificates and diplomas at approved degree levels. Questions about the accreditation of GSU may be directed in writing to the Southern Association of Colleges and Schools Commission on Colleges at 1866 Southern Lane, Decatur, GA 30033-4097, by calling (404) 679-4500, or by using information available on SACSCOC's website (www.sacscoc.org).

III. SCOPE

This policy applies to all documents that require an authorized signature by the President, Chief Operating Officer, Vice President of Academic Affairs, Vice President of Finance or Vice President of Intercollegiate Athletics. This policy applies to all faculty, staff, students, vendors, contractors, internal and external stakeholders of Grambling State University.

For a proposed contract between Grambling State University and an employee or between Grambling State University and a private entity to be permitted under this policy for review, in accordance with University of Louisiana System Policy and Procedures Memorandum, Policy Number M-(15), the contract must relate to either:

1. the disposition of a patent, copyright, licensing right, or royalty which is attached to a discovery, technique, technology, or activity resulting from research done, in whole or in part, by the employee in the course of his or her employment at Grambling State University;
2. a business activity relating to or resulting from research conducted, in whole or in part, by Grambling State University employee in the course of his or her employment at Grambling State University; or
3. a business activity relating to or resulting from a coaching activity of a Grambling State University employee conducted in the course of his or her employment at Grambling State University.

IV. GENERAL GUIDELINES

A. DEFINITIONS:

1. **Document:** Any formal written arrangement between the institution and another party that requires the signature of an authorized representative of the institution.
2. **Operational Review:** A multi-step process designed to assess the potential impact of an agreement or document on the institution's operations, legal standing, financial health, and compliance with applicable policies and regulations.
3. **Department's Contact:** An individual from the Office/Department designated as the point of contact for University Compliance during the operational review for communication about the agreement or document. Department's Contact may be the Contract Monitor.
4. **Contract Monitor:** An individual from Office/Department designated to monitor agreement through its term or extension for compliance, if the document is executed. Contract Monitor may also be the Department's Contact.

5. **Employee:** In the context of employment agreement or contract, employee means any member of a faculty, research staff or coaching staff at Grambling State University which is a member institution within the University of Louisiana System.

B. DEPARTMENT RESPONSIBILITIES:

1. **Department Heads/Initiating Office:**
 - a. Responsible for initiating the document and preparing the initial draft in accordance with university policies and applicable laws.
 - b. Ensure all relevant documentation (e.g., proposals, background information) is submitted for review before presenting it for signature.
 - c. Provide a summary of the document's purpose, key terms, and expected impact on university operations. Verify the basic terms and services outlined in the document, ensuring that terms are consistent with objectives.
 - d. Obtain preliminary approval from Division Vice President, if applicable, before submitting documents for new initiatives for review to University Compliance.
2. **Finance Department:**
 - a. Reviews the document for its financial implications, including budgeting, funding sources, and financial commitments.
 - b. Assesses whether the terms are consistent with the institution's financial policies and procedures, and confirms that adequate funding and financial resources are available to support the agreement.
3. **Information Technology (IT) Department:**
 - a. Reviews the agreement if it involves technology, software applications, or IT systems.
 - b. Assesses the compatibility of technology or software with institutional infrastructure, evaluates cybersecurity risks, licensing requirements and ensures compliance with data privacy and technology-related policies.
4. **Safety & Risk Management Department:**
 - a. Reviews agreements involving physical infrastructure, events, or activities that may present safety or liability risks.
 - b. Ensures that appropriate insurance coverage (e.g. liability, workers' compensation, cyber insurance etc.), safety protocols, and risk mitigation strategies are outlined and implemented by obtaining all required documents.
5. **Human Resources (HR) Department:**
 - a. Reviews agreements related to employee-related matters, (e.g. benefits, volunteer agreements, labor relations and employment agreements for qualified university employees as defined in Section IV.
 - b. Ensures compliance with employment laws, university policies, University of Louisiana System policies and civil service rules.
6. **Strategic Communication and Marketing:**
 - a. Reviews documents related to logos, pictures, photos, merchandise, marketing, promotion, advertising, publicity, social media, radio, television, branding, licensing, royalties, trademarks, patents, or intellectual property owned by the

university, including but not limited to the use of the university's name (e.g. Grambling State University, World Famed Tiger Marching Band etc.)

b. Ensures compliance with university policies.

7. Research and Sponsored Programs:

a. Reviews grants and other sponsored agreements including but not limited to new sub-awards for compliance with applicable grant-related guidelines, law, regulations, and university policies.

b. Identifies any grant reporting risks.

8. University Compliance:

a. Reviews the agreement for compliance with internal university policies and external regulatory requirements, such as Title IX, ADA, FERPA, and other relevant federal and state regulations.

b. Ensures alignment with the institution's compliance programs and risk management strategies, regarding budgeting, procurement, data privacy, and other specific regulatory requirements.

c. Provides recommendations for modifications, revisions and ensures terms are clear and enforceable.

d. Initiates signature request of authorized signatories using the University Signature Request Form.

9. Authorized Signatories (e.g., President, COO, Designated Vice Presidents):

a. Responsible for reviewing the final version of the agreement after all departmental reviews and ensuring that it aligns with the institution's strategic goals.

b. Verifies that terms and obligations are clearly outlined and in the best interest of the university.

c. Provides final approval and signs the agreement.

C. Review Process:

1. Document Preparation:

a. The department or office initiating the document must prepare it according to university standards and ensure all necessary information is included.

b. All supporting documents, such as drafts, proposals, or funding sources, must be attached for review.

2. Preliminary Review with Initiating Department:

a. **Step 1:** Submit the document to the appropriate reviewing departments, such as:

i. Office of Strategic Marketing & Communications (for branding, licensing etc. obligations) if applicable.

ii. Information Technology Center (for IT and technology-related matters) if applicable.

iii. Safety & Risk Management Department (for insurance and risk management matters) if applicable.

iv. Finance Department (for financial obligations) if applicable.

v. Academic Department (for training programs, curriculum, and online classes) if applicable.

vi. Human Resources (for employee matters) if applicable.

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- vii. Research and Sponsored Programs (for grants, sponsored agreements, new sub-awards if applicable using the Grant Routing Form process)
<https://www.gram.edu/aboutus/administration/rsp/>.
 - viii. Other departments if applicable.
 - b. **Step 2:** Each department will conduct a thorough review of the document based on its area of expertise to assess and discuss directly with the initiating department.
 - i. Basic terms and services to ensure they are consistent with university objectives (All departments).
 - c. **Step 3:** If the agreement is complex or involves multiple areas of responsibility, additional consultations may be required between departments.
- 3. Initiating Department Submits for Operational Review:**
- a. **Step 1:** Submit the document to University Compliance with all supporting documents after obtaining feedback from other departments as applicable using the Operational Review Submission Form.
 - i. University Compliance (for compliance and regulatory review).
 - ii. Legal (for legal review).
 - b. **Step 2:** University Compliance reviews initial documents for operational review. Upon completion University Compliance will forward to COO.
 - c. **Step 3:** COO will provide any final recommended changes or approvals, and any necessary revisions if applicable.
- 4. Revisions and Negotiations:**
- a. Based on the reviews, each department may recommend changes or modifications to the agreement or document.
 - b. The initiating department will work with the relevant departments to address any concerns and revise the agreement as necessary.
 - c. In cases where modifications are substantial, the agreement may need to be renegotiated with the other party before it can proceed.
- 5. Final Review and Approval:**
- a. After all reviews are completed, the document must be submitted electronically by University Compliance to the authorized signatory (e.g., President, COO, Provost, VP etc.) for final approval and signature with both
 - i. the **University Signature Request Form**; and
 - ii. the **Operational Review Submission Form** attached.
 - b. The University Signature Request Form must confirm that all reviews have been completed by the applicable departments and that the university's compliance requirements have been met.
 - c. Before execution of the document, the authorized signatory must confirm that the terms outlined in the document aligns with the university's strategic goals.
- 6. Signature & Execution:**
- a. Once the document is signed electronically, it will be filed and archived in accordance with university record retention policies.
 - b. Copies of electronic signed documents will be distributed to relevant departments, stakeholders, and parties involved by University Compliance. The document is available automatically to the parties who signed electronically.
 - c. If the parties did not sign electronically, the Department's Contact will coordinate with University Compliance to provide the parties with a fully executed copy.

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- d. University Compliance will maintain the original of the document in its document management repository, but will not be responsible for managing the terms of the document, including but not limited to performance, oversight, and monitoring absent explicit statements by University Compliance to the contrary. The Department's Contact shall communicate whether any further assistance is requested from University Compliance.
 - e. The Contract Monitor is responsible for monitoring the agreement for compliance with its terms and ensuring its requirements are met by the University.

V. POLICY

- A. All documents, with the exception of those agreements typically routed through the Purchasing Department or Research and Sponsored Programs (RSP) using the Grant Routing Form Process, must be routed electronically to University Compliance for operational review prior to execution. The Purchasing Department and Research and Sponsored Programs may also submit documents to University Compliance for operational review as deemed appropriate.
- B. **Please allow 10 business days for operational review after submittal to University Compliance.** Agreements or documents will be reviewed based on the order received in the queue.
- C. A request for Expedited Review may be considered by providing a written explanation when submitting all documents for review.
- D. The Department's Contact person must complete the Operational Review Submittal Form and upload the required documents as outlined below:
 - 1. An electronic version of the agreement (i.e. a Word (preferred) or PDF version of the agreement).
 - 2. Any necessary attachments such as cover memos, routing forms, exhibits, and appendices should be emailed along with the electronic version of the agreement.
 - 3. The following information is required:
 - i. The name, title, university department, email address, and phone number of the Department's Contact.
 - ii. Who within the University will be responsible for monitoring the document if executed, determining whether it should be renewed/terminated, etc.? Include that individual's name, title, email address, and phone number. This person will be considered the "Contract Monitor" and should also be listed if he/she is not also the Department's Contact.
 - iii. Has University Compliance previously reviewed a draft of the document? If not, the document attached should be a Word version, if available.

- iv. Is the document a renewal of, amendment or modification to, or associated with an existing agreement? If yes, identify the existing agreement(s), term(s) of the existing agreement(s), the parties to the existing agreement(s), and attach a copy of same.
 - v. Will the parties sign the agreement electronically? If yes, please provide the name, title, and email address of the party's authorized representative that will sign the agreement. If you need assistance communicating with the external party's about electronic signatures, please discuss with University Compliance.
 - vi. Is there a deadline for having the document fully executed?
 - vii. Department Stakeholder acknowledgement attached, if applicable.
- E. Each initiating department is responsible for reviewing the document with University Department Stakeholder(s) to obtain acknowledgements and/or discussing changes, modifications or revisions to the document with the external responsible party prior to submitting to University Compliance.
- F. **University employees are prohibited from signing, executing or enforcing agreements on behalf of Grambling State University.** The President and his or her delegated signing authorities are exceptions to this provision. Employees in violation of this policy may be disciplined up to and including termination of employment. Existing and former employees are also subject to personal liability for damages resulting from their actions, including but not limited to, restitution cost.
- G. Employees are prohibited from signing any agreements with an electronic signature platform that originates from outside of the University. Delegated signing authorities may only sign agreements that originate from within the University (e.g., branded with the University logo and sent from University Compliance, the Purchasing Department, the Office of Research & Sponsored Programs or Human Resources as deemed applicable.

VI. ADDITIONAL GUIDELINES AND REVIEW PROCEDURES BY BOARD OF SUPERVISORS

- A. The Board of Supervisors may authorize contracts between Grambling State University and a member of the faculty, research staff, or coaching staff or a company in which the Grambling State University employee has an interest under specified circumstances.
- B. Contracts between Grambling State University and an employee or between Grambling State University and a private entity must either assist in the important mission of economic development, technology transfer, commercialization of

technology, and coaching endeavors as provided for in Louisiana R.S. §42:1101 to R.S. §42:1148, especially §42:1111, §42:1112, §42:1113, and §42:1123(10).

- C. The initiating department must submit the Operational Review Submittal Form and follow the process as outlined in Section IV part C of this policy.
- D. All documents for review by the Board of Supervisors for approval must include the following essential guidelines for Operational Review processing:
 - 1. The Grambling State University employee must be a member of a faculty, research staff, or coaching staff;
 - 2. If a private entity is involved, it must be any outside foundation, corporation, company, or partnership in which the employee, or a member of his or her immediate family, has an economic interest. "Economic interest" means a five percent (5%) or larger shareholder position;
 - 3. All contracts and correspondence must be in writing;
 - 4. The ownership interests in the private entity must be disclosed in full and in writing to the initiating university department for contract or designee of the university president;
 - 5. All negotiations between an employee, or the private entity, and Grambling State University must be at arm's length. Neither the employee nor his or her immediate family, when they are also employed by Grambling State University, may participate in negotiations or decision making on behalf Grambling State University. Grambling State University, however, elect to consult the employee regarding technical or scientific aspects of the proposed contract;
 - 6. Another Grambling State University employee who is not under the direct supervision of or a member of the department of the employee submitting the contract must negotiate the contract on behalf of Grambling State University;
 - 7. A Grambling State University committee, appointed by the university president, must review all such proposed contracts after they have been negotiated and the employee and/or the private entity have agreed to their terms. Membership on this committee may include representatives from both the public and private sectors. The president or designee shall chair the committee. This committee will be empowered by the Board of Supervisors to certify to the Board of Regents, per Louisiana R.S. §1123(10)(a), semi-annually that entering into the contract will contribute to the economic development of the state and, among readily available alternatives, entering into the contract serves the public interest;
 - 8. An appropriate Grambling State University official must certify to the committee that entering into the contract will not interfere or conflict with the performance of the employee or the employee's fulfillment of his/her obligation to the university;
 - 9. An employee with a joint appointment, involving more than one institution, must receive the approval of the other institution, provided, however, that where

agreement or approval cannot be reached or is unobtainable, then the university president shall make the final decision without such approval; and

With respect to payments made pursuant to any contract perfected under this policy, the following standards must be followed:

10. Compensation to Grambling State University for the use of services, supplies, facilities, equipment, or technology must be paid at the same rate that such services, supplies, facilities, equipment, or technology would be made available to the general public or to others under arm's-length negotiated contracts.
11. Compensation from Grambling State University to the employee, or to the private entity, for services rendered cannot be more than normally would be paid for similar services;
12. Where Grambling State University and an employee, as a contractor or subcontractor, or Grambling State University and the private entity provide services to a third party, a fair apportionment of the remuneration should be made and specified based on the value of their respective contributions in services, investments, technologies, equipment, or facilities utilized.

VII. DOCUMENT REVIEW OF AGREEMENTS INVOLVING UNIVERSITY FOUNDATION

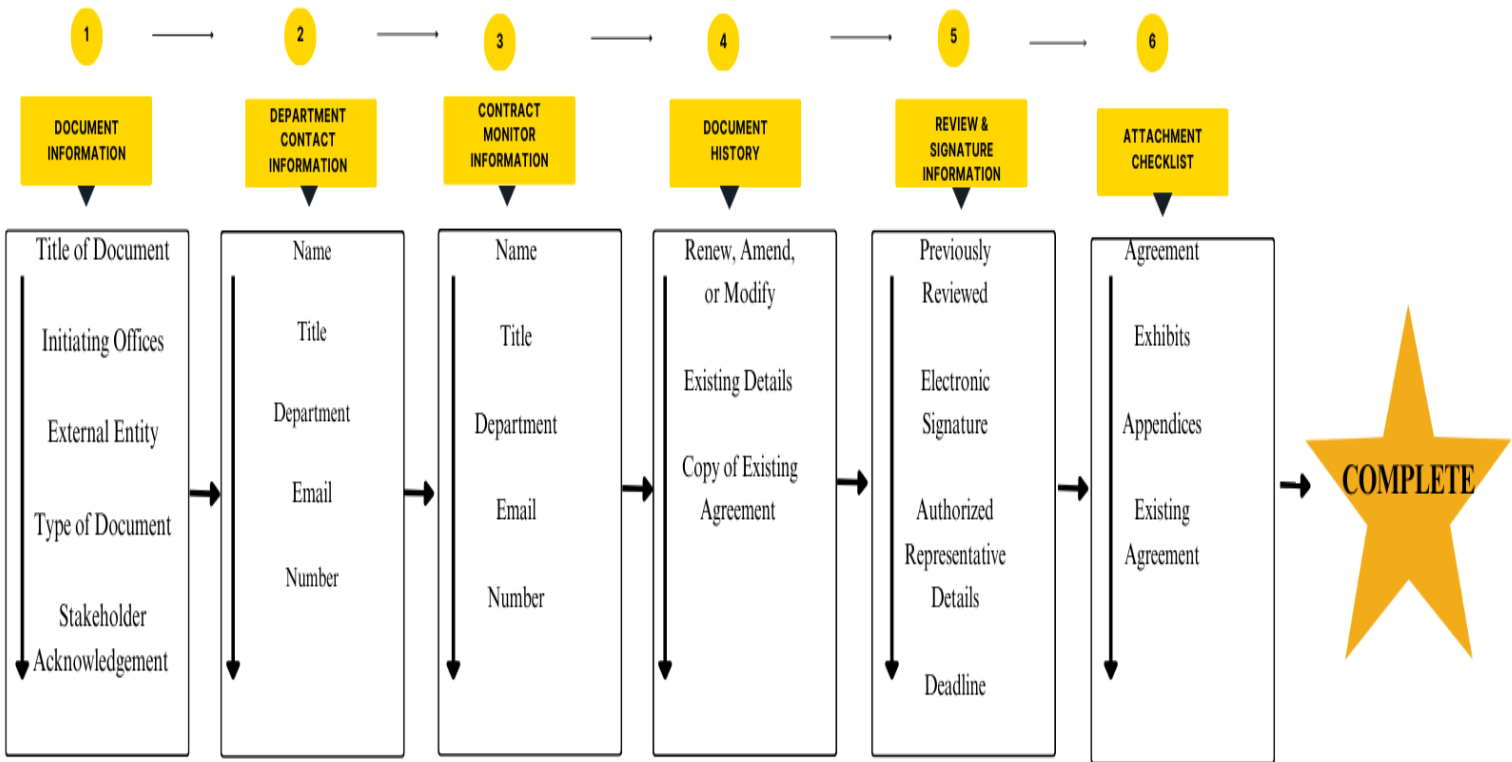
1. Separate public not-for-profit corporations are frequently established to perform certain duties in support of Grambling State University. Among these are the tasks of accepting, buying, selling, leasing, licensing, or otherwise alienating intellectual property assigned to it by the university, such as with Grambling University Foundation, Inc. and the Black & Gold Facilities Corporation.
2. When a contract, or agreement, is proposed as stipulated in Section VI that it is between the employee and the foundation or the private entity and the foundation, then for purposes of this policy it shall be deemed to be between the employee or the private entity and Grambling State University for approval and review purposes.
3. In such cases, all of the above policy essentials apply except the negotiation and the final contract execution (signing).
4. Approved university policy and procedures for operational review must be followed within this policy prior to final approval and execution as it pertains to Grambling State University and/or its employees.
5. In such a case, the tasks of negotiation and final execution of the contract reside with the foundation.
6. Nothing in this policy is intended to preempt, influence, eliminate, or diminish the due diligence responsibilities of any foundation's board review and approval.

VIII. OPERATIONAL REVIEW SUBMITTAL FLOW CHART

The flow chart demonstrates the operational review process of all documents as referenced in this policy. Please note incomplete steps may result in the delay of operational review.



**Operational Review Submittal
 Flow Chart**



IX. PRELIMINARY APPROVAL FORM

This form is required to initiate the document operational review process.



Preliminary Approval Form- #Policy 20101

This form is required to initiate the document operational review process.

Do not start this process if the document requires an encumbrance, requisition, purchase order, or payment to a third party. This process does not by pass the Purchasing Department

Justification:

(Provide a brief explanation of this document and its benefit for the university)

Approved By:

Supervisor Name: _____

Division VP: _____

Supervisor Signature: _____

VP Signature: _____

Date: _____

Date: _____

X. UNIVERSITY SIGNATURE REQUEST FORM

Before execution of the document, the authorized signatory must confirm that the terms outlined in the document aligns with the university's strategic goals.



University Signature Request Form #Policy 20101

Agreement Details:

Agreement Title: _____

Department: _____

Compliance Verification before routing for signature:

Is the University Signature Request form attached? Yes No

Is the Operational Review Submission form and documents attached? Yes No

Have all reviews been completed by applicable departments? Yes No

Have University's compliance requirements been met? Yes No

University Compliance

Date

Routing for Signature:

President COO Provost VP Finance VP Athletics

Before execution of the document, the authorized signatory must confirm that the terms outlined in the document aligns with the university's strategic goals.

For any questions please contact University Compliance.

