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Contracting for Research and Creative Activities: A Resource Guide for Faculty and Administrators

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Contracting For Research and Creative Activities: A Resource Guide for Faculty and Administrators

Presented by: Lisa Garcia, WMU Business Connection Office Dr. Kathy Purnell, WMU Office of the VP for Research

WMU Research and Dessert, November 16, 2012



PRESENTATION OVERVIEW



Why Contract(s)?





PHASE 1: PRE-CONTRACT / EXPLORATORY

GOALS: PRE-CONTRACT PHASE

STRATEGICALLY EXPLORE MUTUAL INTERESTS WITH PROSPECTIVE PARTNERS TO SUPPORT RESEARCH & CREATIVE ACTIVITY

NEGOTIATE A NON-BINDING "SCOPE OF WORK"

IDENTIFY PARTIES TO THE RELATIONSHIP & THE REQUIRED ARRANGEMENTS FOR THE PROPOSED PROJECT

TIPS TO EXPEDITE THE PRE-CONTRACT STAGE

NEGOTIATE WITH AN AWARENESS OF WMU POLICIES

CONNECT POTENTIAL EXTERNAL PARTNERS WITH WMU RESOURCES

DO NOT GET DISCOURAGED! NAVIGATE WITH SUPPORT

SITUATIONAL SUCCESS: IDENTIFY ACTIONABLE OUTCOMES

EXAMPLES OF WMU POLICIES

OVPR BUDGET PROPOSAL GUIDELINES

AAUP CONTRACT & GRADUATE ASSISTANTSHIP GUIDELINES

WMU CONFLICT OF INTEREST POLICY FOR P.I.s

WMU POLICIES (continued)

WMU AUTHORITY TO SIGN POLICY

WMU EXPORT CONTROL POLICY

AVOIDING UNAUTHORIZED USE OF UNIVERSITY PROPERTY & FACILITIES FOR PRIVATE GAIN / PROFIT



SOME SOURCES OF SUPPORT (PRE-CONTRACT PHASE)

FACULTY / ADMINISTRATORS

PROSPECTIVE PARTNERS

OFFICE OF THE VP FOR RESEARCH

> WMU BUSINESS CONNECTION

WMU BUSINESS CONNECTION

WMU SMALL BUSINESS TECHNOLOGY AND DEVELOPMENT CENTER (SBTDC)

WMU BUSINESS CONNECTION

Articulate the value proposition WMU offers to local business community



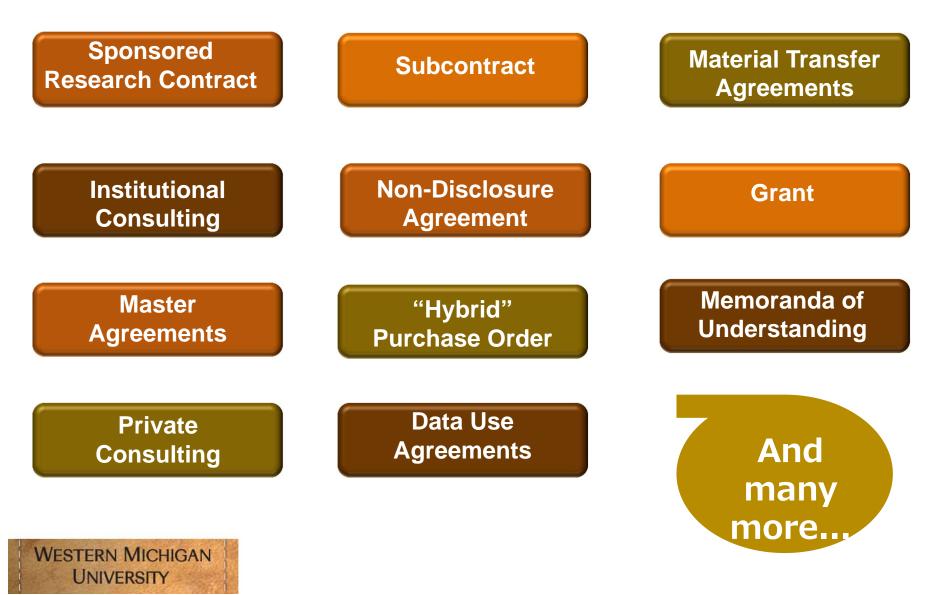
Identifying and matching a company's strategic needs with the University's strengths

Ensuring that collaboration goals are met / foster mutually beneficial outcomes

WMU BUSINESS CONNECTION



SITUATIONAL SUCCESS: Assessing Possible Outcomes of Phase 1



PHASE 2: RESEARCH CONTRACT AUTHORIZATION

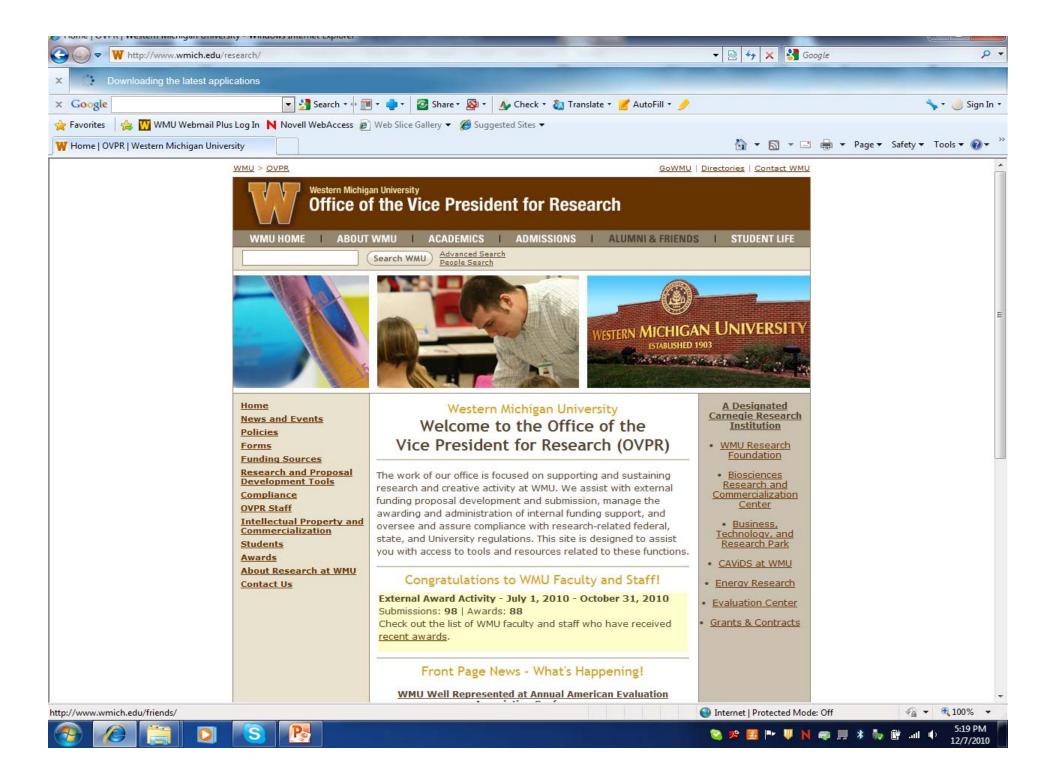


OBTAIN APPROPRIATE WMU AUTHORIZATION FOR THE PROPOSED CONTRACT

- <u>ALL</u> contracts that are endorsed by WMU require authorization and review by a university official
- <u>IF</u> external funds are flowing <u>into</u> WMU to support Research or Creative Activity, contract authorization occurs through the Proposal Approval Form ("bucksheet") Process

ONLINE: http://bucksheet.ovpr.wmich. edu







OVPR Vision

OVPR is a leader and catalyst for scholarship excellence

- Scholarship includes Research and Creative Activities in the Boyer Model of Research, Integration, Application, and Teaching
- Our stakeholders include students, faculty, staff, industry, government, and the community.





The Office of the Vice President for Research:

- Advances the overall scholarship agenda of the University
- Supports the scholarship initiatives of WMU faculty, students, and staff, &
- Assures compliance with all appropriate federal and state regulations

AWARENESS OF THE PROPOSAL APPROVAL FORM'S ROLE *(a.k.a. Bucksheet)* FOR NEGOTIATED SPONSORED RESEARCH CONTRACTS

The Proposal Approval Form:

• Records WMU Approval of the Proposed Project/Scope of Work.

• Provides opportunity for Principal Investigators to affirm compliance with WMU policies and make disclosures to WMU that impact contract negotiations between WMU and the external sponsor

• Should identify the full project term and scope of work (to avoid the need for additional contract authorizations/PAFs)



CONTACT OVPR WITH ALL OF THE CONTACT INFORMATION FOR THE EXTERNAL SPONSOR AND REQUEST TO CONTACT:

OVPR-Contracts@wmich.edu*

PURPOSE: Guidance on Terms and Conditions, establishing formal contact with external sponsor, obtain draft templates, begin negotiations to incorporate the scope of work into a full agreement, identify and address PI and institutional concerns. If necessary, develop strategies to remedy unauthorized agreements.

A sponsored research contract or amendment will not be endorsed without an approved PAF/bucksheet or other required authorization.

*Please also watch for launch of OVPR's updated Research Contracts website.

SUBAWARDS / SUBCONTRACTS

- Subaward/Subcontract: Definition
- Role of OVPR Research Officers re: Subawards
- Role of OVPR Research Contracts Administrator re: Subawards



SUBAWARDS / SUBCONTRACTS

- Relationships Matter: Consultant vs. Subawardee/Subcontractor Classification
- Key to expediting is to pick the contract type that is appropriate

For additional guidance, please go to: http://www.obf.wmich.edu/gra ntscontracts/docs/subrecipientmonitoring.pdf

CONTRACTS THAT DO <u>NOT</u> REQUIRE WMU AUTHORIZATION (*Private Consulting*)

- Consulting: Individual/Private vs Institutional
- Factors to Consider
- Criteria for when a private consulting arrangement may not be appropriate



PRIVATE CONSULTING (cont.)

A private consulting contract should not be used if any of the following apply:

- The performance of the contract requires that the PI use university resources, such as WMU graduate students, WMU laboratory space, administrative support, or property;
- The private consulting arrangement will unduly interfere with PI duties/obligations to WMU, cause a conflict of commitment with WMU, or will create a financial conflict of interest (FCOI). Please see the Conflict of Interest page for more information;
- The external sponsor clearly intends for the agreement to be inter-institutional

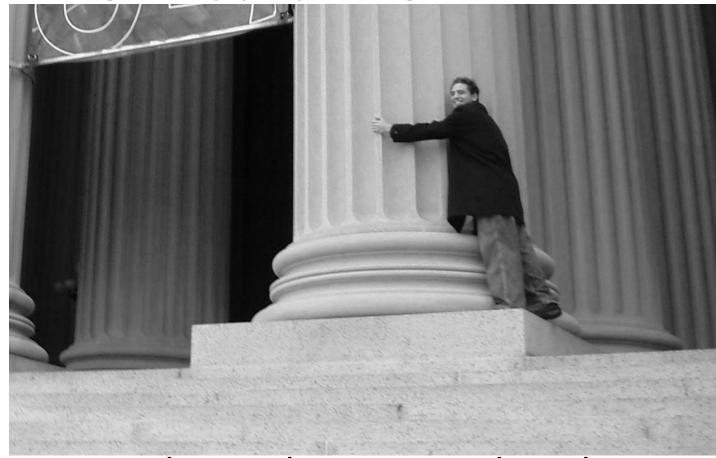
PHASE 3: CONTRACT REVIEW & NEGOTIATION

Phase III GOALS (Institutional)

To negotiate, review and draft sponsored research contract terms and conditions for legal, regulatory and WMU policy compliance

To advocate for terms and conditions that will advance WMU's research mission

Attaining (Happily) Aligned Interests



...or, tips to work together to expedite Phase III...

PHASE III: CONTRACT REVIEW

- Contract Review vs. Contract Negotiation
- Review is a coordinated review process which evaluates contract terms and conditions from the perspective of multiple WMU offices
- PAF process minimum approvals
- Contract review process minimum approvals
- Negotiation to construct the contract, therefore, occurs <u>both</u> at the Scope of Work Stage and the Contract stage



TIPS TO EXPEDITE PHASE 3: GENERAL

WMU has posted its consolidated contract review procedures document online at:

http://www.wmich.edu/businessandfinanc e/forms/docs/contract-reviewprocedures.pdf

Exercise: Strategic Use of the Contract Review Sheet



Offers to Use WMU Templates for Contract Terms and Conditions

Please Remember...

- Use of a WMU template does not exempt a contract from review, it only (at best) expedites it.
- Offering to use a WMU template, when not appropriate to do so, can be counterproductive in certain situations
- Before offering/soliciting contract terms and conditions, always contact the OVPR Research Contracts Administrator at <u>OVPR-contracts@wmich.edu</u> for assistance





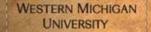
WMU-OVPR plans to use a new subaward template – Federal Demonstration Partnership Subaward Templates) (http://sites.nationalacademies.org/PGA/fdp/PGA_063626)

User friendly templates which educate and highlight agency terms and conditions that apply to federal subawards

Exercise: Review of a sample FDP template

SUBAWARDS: GENERAL TIPS

Scopes of Work for Subawardees (not revised to reflect grant budget reductions/insufficient detail) may cause delays in subcontract processing Subawards cannot be issued until the prime award/grant is in place and approved. Please notify OVPR/your Research Officer of the grant's status



DURING THE NEGOTIATION STAGE

External Sponsors represent a wide range of nonprofit, international, governmental and forprofit entities. Strategies to harmonize terms and conditions for mutual benefit will vary by sponsor and will take time.

Take pride in yourself and the value of your work to advance WMU's mission and those of external sponsors

WORKING WITH OVPR DURING THE NEGOTIATIONS PHASE

- Understand the nature of the contract (vs. the scope of work) and the contracting parties. Beware of "Apparent Authority" and alert OVPR of any issues that may impact the agreement.
- Work with additional campus offices that can provide additional insight into the external sponsor (e.g. WMU Business Connection, SBTDC and OVPR-IP and Commercialization)
- Please make status inquiries, but only after certain key time period thresholds have passed.



CONTRACT PROCESSING TIMES

A. Subawards/Subcontracts (all processing times assume a completed PAF/bucksheet):

If WMU is the recipient of funds from a subaward and the subaward follows a preapproved template , processing time generally will not exceed 10 business days from the date of the receipt of the subaward.

If WMU is issuing the subaward, the processing time is approximately 21 business days from the date of WMU confirmation of the prime award. If WMU may use the FDP template to issue the subaward, the turnaround time is 10 business days.

All other subawards: the standard turnaround time is 21 business days from the date of receipt of the subaward.

B. Negotiated Contracts that support sponsored research activity

We will attempt to complete negotiations for these contracts within 21 business days, provided that there is a completed, approved bucksheet and the unit provides accurate contact information for the sponsor.



TO BACKSTOP OR NOT...

FINAL EXECUTION & PHASE 4: CONTRACT MANAGEMENT

 Obtain authorized signatures on the contract to ensure the contract is legally binding/enforceable and can be used as an award instrument by WMU

GOALS

• Transition the contract to the WMU Post-award Grants and Contracts Office for Contract Management

Note: Potential Process change re: signatures



TIPS FOR PHASE 4

AMENDMENTS & TERMINATIONS

Although the vast majority of contract management will be handled by the Grants and Contracts Office (post-award), contract amendments are often handled jointly by OVPR and Grants and Contracts during the contract management phase:

- Grants and Contracts: Contract Amendment involves a no-cost extension only (there are no changes to any other material term in the contract)
- OVPR: The amendment involves a modification of a material term, a scope of work change, or a change of sponsor.
- Contract termination These notifications should be sent to the OVPR Research Contracts Administrator. The termination will be handled jointly by the Grants and Contracts Office and OVPR



SOME FINAL TIPS & EXAMPLES...



SPECIAL FUNDING OPPORTUNITIES TO PARTNER WITH INDUSTRY



OVPR proactive in assisting faculty in grant/research development

- •Identify RFP for funding
- •Searches
- Budget Development
- •Grant writing assistance
- Pre-submission review and Quality Circle
- Electronic Submission
- Workshops
- •Webinars
- •Events:
 - •Research & Dessert
 - •Research & Creative Activities Day

OVPR Scholarship Resources

Research Program Officers Chris Allred-Scheller Sarah Pratt John Risley Kim Squiers Allison Weiner

Research Contracts Administrator Kathy Purnell

Internal Programs and Faculty Development Officer Chris Scheller (RDA) Allison Weiner (FRACASF)



OVPR Scholarship Resources

Director of Intellectual Property Management & Commercialization Michael Sharer

> **Research Compliance Officer:** Julia Mays

> Radiation & Biosafety Officer: James Center

> > **Review Boards:**

HSIRB – Human Subjects Institutional Review Board IACUC – Institutional Animal Care & Use Committee Recombinant DNA Biosafety Committee

Dr. Kathy Purnell

Research Contracts Administrator

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Constituency Areas: All WMU Colleges/Programs

Focus: Review, Negotiation and Drafting of Sponsored Research Contracts

Kathy brings a diverse set of skills to OVPR as its Research Contracts Administrator. She is currently a member of the National Association of College and University Attorneys. Her academic administration work includes five years experience in administration at the University of Chicago, where she had served as its Associate Director of Foundation Relations, its university coordinator of its limited opportunity faculty fellowships program (supporting nominees for the Keck Distinguished Medical Scholars, Searle Scholars Program, among others), and as the Director of External Funding and Special Projects for the Physical Sciences Dean's Office. Kathy's work background also includes serving as a faculty member in political sciences, as WMU's first Service Learning Coordinator, and as an attorney working in immigration and human rights law.





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Constituency Areas: All WMU Colleges/Programs

Focus: Research Partnerships, Faculty Consultancies, Student Talent

Lisa Garcia has over 13 years of experience at various marketing, advertising and design agencies in New York, Chicago and Dallas. Her clients have included Nickelodeon, Wal-Mart and Geoffrey Beene. She spent the last five years providing strategic design solutions for Kellogg and has worked on brands including Special K, Pop-Tarts and FiberPlus. Lisa received her bachelor's degree in communications from the University of Michigan-Ann Arbor and a master's in advertising from the University of Texas-

www.wmich.edu/businessconnection



QUESTIONS ?

