Agenda

- OSP Organizational Chart
- Award Instrument Definitions
- Grants Vs. Contracts (UG Vs FARs)
- Types of Contracts (Funded/Unfunded, Cost reimbursable vs Fixed Price, UNM templates)
- Contract Process Overview
  1. Contract Receipt & Allocation
  2. Contract Review
  3. Contract Negotiation
  4. Contract Execution
- Contracts Team Tips and Contact Information
Award Instrument Definitions

Grant Agreement & Cooperative Agreement

- The purpose of a grant is to provide assistance; there is generally little involvement by the sponsor, and the award instrument refers to general terms and conditions.

- Cooperative agreements also provide assistance, but with substantial sponsor involvement, typically described in a set of specific terms.

Contract

- A legal instrument for the purpose of procuring goods or services for the direct benefit or use by the Federal awarding agency or Pass-Through Entity.

- The involvement by the sponsor may be extensive and the award instrument will contain detailed specifications, clauses, regulations, and expected results and deliverables.
Grants Vs. Contracts

Federal assistance awards are:
- Announced in the Catalog of Federal Domestic Assistance (CFDA),
- Administered under the Uniform Guidance,
- Usually require a scope of work and budget,
- Often have deliverables in the form of a technical report, and
- Have fiscal accountability/reporting requirements.
Grants Vs Contracts, cont....

Federal procurement contracts are:

- Found on state procurement websites or in FedBizOpps,
- Do not have CFDA numbers,
- Administered under the Federal Acquisition Regulation (FAR),
- Directly benefit the U.S. government, and
- Can be awarded as fixed-price or cost-reimbursable
Types of Contracts

Funded Agreements
- Research & Development
  - Most common with Industry sponsors and the Federal Government
- Professional Services
  - Most common with City and State agencies as well as Non-profit and/or Foundation sponsors

Unfunded (Ancillary) Agreements
- Non-Disclosure Agreements
- Material Transfer Agreements
- Data Use Agreements
- Software Licensing Agreements
- Teaming Agreements
Types of Contracts, Cont....

**Fixed Price**
- Firm price for delivery of a product or service
- May result from sealed bids or negotiations
- Puts the risk on the side of the vendor

**Cost Reimbursement**
- Contract contains a negotiated estimate
- May or may not have a fixed fee
- Used when
  - Uncertainties involved in contract performance do not permit costs to be estimated with sufficient accuracy to use any type of fixed-price contract
  - Used when costs cannot be estimated with sufficient accuracy to use any type of fixed-price contract
- Most Research and Development (R&D) contracts are cost-reimbursement
## Cost Reimbursable Invoice

### Fund Code: [Redacted]  
**Title:** [Redacted]

<table>
<thead>
<tr>
<th>Code</th>
<th>Description</th>
<th>Budget Amount</th>
<th>Current Bill Amount</th>
<th>Cumulative Bill Amount</th>
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<td><strong>$24,655.11</strong></td>
<td><strong>$340,940.77</strong></td>
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</tbody>
</table>
The University of New Mexico
Contract & Grant Acctg - Main
MSC01 1245
1 University of New Mexico
Albuquerque, NM 87131-0021
(505) 277-4721

RENSSELAER POLYTECHNIC INSTITUTE
RESEARCH ADMIN. & FINANCE
110 8TH ST 3RD FLOOR RM 311
TROY, NY 12180-3522

Cost Reimbursable Invoice

<table>
<thead>
<tr>
<th>Code</th>
<th>Description</th>
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Fund Total

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Expenditures for the Period: 01-MAR-2021 to 31-MAR-2021
## Cost Reimbursable Invoice

**The University of New Mexico**

**Contract & Grant Acctg - Main**

MSC01 1245

1 University Of New Mexico

Albuquerque, NM 87131-0001

(505) 277-4721

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**RENSSELAER POLYTECHNIC INSTITUTE**
**Research Admin & Finance**

110 5th St 3rd Floor RM 311

Troy, NY 12180-3622

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**Invoice Date:** 05-APR-2021

**Bill Invoice No:** 31

**Expenditures for the Period:** 01-MAR-2021 to 31-MAR-2021

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<th>GRANT TOTAL</th>
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<td>$900,000.00</td>
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<td>$29,450.15</td>
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**AMOUNT DUE:**

Unexpended Balance: $230,000.00

TOTAL CUMULATIVE COST REPRESENTS 50% OF THE AWARDED AMOUNT.

By signing this report, I certify to the best of my knowledge and belief that the report is true, complete, and accurate, and the expenditures, disbursements and cash receipts are for the purposes and objectives set forth in the terms and conditions of the Federal award. I am aware that any false, fictitious, or fraudulent information, or the omission of any material fact, may subject me to criminal, civil or administrative penalties for fraud, false statements, false claims or otherwise. (U.S. Code Title 10, Section 1001 and Title 31, Sections 2725-2730 and 3801-3812).

Signature: ____________________________  Date: ____________________________

**UNM Contact:** Anthony Gallegos, Sr. Financial Accountant, 277-6087

Make all checks payable to: THE UNIVERSITY OF NEW MEXICO

Please reference UNM Account No: [Blank]

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**UNM Grant Code:** [Blank]

**Agency Ref No:** A18-0726-S002

**Terms:** NET 30
Fixed Price Invoice
Office of University Counsel
Approved Contract Templates

- For Funded Contracts
  - Sponsored Research Agreement (SRA)
  - Subcontract Template (when UNM is the subrecipient) – standard, SBIR, STTR
  - Allocation of Rights Agreement (AOR) for STTR funding
  - Professional Services Agreement (PSA)

- For Unfunded Agreements
  - Non-Disclosure Agreement (NDA)
  - Material Transfer Agreement (MTA) – inbound and outbound materials
Contracts Process Overview

Step 1: Receipt of Contract
Step 2: Contract Review
Step 3: Contract Negotiation
Step 4: Contract Execution
Contracts Process Overview

Contract Receipt and Allocation

- **Receive from:**
  - Sponsor (mail or email) → OSP
  - Sponsor → PI → OSP

- **Cayuse**
  - **Competitive Awards**
    - Direct result of a proposal submission
    - New Cayuse record not needed
  - **Non-Competitive Awards**
    - Not a direct result of a proposal submission
    - New Cayuse record is needed; houses documentation, correspondence and the contract
      - Funded
        - Budget, Justification, SOW, Contract, Add'l documentation/correspondence
      - Unfunded
        - Contract, Add'l documentation/correspondence

- **Allocation**
  - Contracts are assigned to a contract specialist within 24-72 hours from receipt by the Contracts Team
Contracts Process Overview

Contract Review

- To ensure compliance with:
  - Federal, State and sponsor regulations and/or laws
  - UNM’s Policies, Procedures and standard practices

- To maintain protection of rights for:
  - the University
  - faculty and staff involved in the work

- We review:
  - All terms and conditions in contracts/subcontracts
  - Any applicable attachments (ie exhibits, appendices, add'l T&Cs)
  - FAR, DFARS, etc. for federal procurement funding, when applicable
  - Prime Contracts for all subcontracts when UNM is the subrecipient

- As necessary, OSP works with other internal compliance offices – IRB, IACUC, Export Control, OUC, IT, etc. – to meet compliance measures as they pertain to the agreement

"Why does OSP have to review the contract? What’s the purpose?!"
Contracts Process Overview
Contract Negotiation

Time Frame:
• varies depending on many factors:
  ◦ Terms and Conditions in the contract
  ◦ Internal Compliance Reviews
  ◦ How quickly the Parties can reach a mutual agreement on the Terms and Conditions
  ◦ Processes of the Sponsoring Agency and/or UNM

OUC-Approved Templates:
• can cut down on negotiation time if the sponsoring agency has no changes, or only minimal changes that don’t require OUC approval, to the Terms and Conditions
• Some sponsors, such as State departments, do not allow the use of UNM’s templates which means we must negotiate the template the sponsor provides
  • In this case, we attempt to verify against what has been negotiated in the past if possible, although at times changes must be addressed based on changing regulations or procedures
Challenging Terms and Conditions

- **Warranty language:**
  - provides an absolute guarantee to some particular action or result
  - per NM law, UNM, as a state governmental entity, is prohibited from providing any warranties

- **Indemnification:**
  - assuming all liability and any associated costs in the instance of a legal issue arising
  - per NM law, UNM, as a state governmental entity, is prohibited from indemnifying another party

- **Governing Law of another State or Country:**
  - agreement to the laws and jurisdiction of another state or country
  - can result in UNM forfeiting the rights afforded to it as a state governmental entity under the laws of NM
Challenging Terms and Conditions cont'd...

• **Publication Restrictions:**
  • does not align with UNM's mission to disseminate information as a public institution
  • can result in a potential export control matter

• **Relinquishing IP Rights:**
  • does not align with UNM's mission- research changes from public benefit to private benefit
  • could negatively impact our status as a tax-exempt institution
  • does not align with UNM's IP Policy E.70 in the Faculty Handbook

• **Indefinite Confidentiality:**
  • not advised as it puts a huge responsibility on the PI
  • does not align with UNM's mission- our focus is on dissemination of information, rather than indefinite protection of other entities' information
Contracts Process Overview

Contract Execution

Once negotiations are finalized, each Party’s signature authority signs the agreement.

- Most contracts are routed by OSP to the University Controller’s Office for signature

UNM Policy 2010:

delegates signature authority for different actions


Per this policy, Faculty and Staff do not have signature authority to sign on behalf of the University. Any contractual agreements signed by Faculty or Staff are not considered legally binding on UNM.

UNM Signature: 1-3 days

CGA Index Assignment: 2 days

OSP Completion: 3-5 days
Action Routing Guide

**Contracts Team** – ospcontracts@unm.edu
- Unfunded Agreements- NDAs, MTAs, DUAs, Collaboration Agreements, Equipment Loan/Donation Agreements, Software Agreements, Teaming Agreements, Master Agreements
- Funded Agreements- research and service contracts from Private Industry, State of NM, Federal sponsors, subcontracts incoming (when UNM is the subrecipient)
- Reps and Certs required as part of Contract execution

**Awards Team** – awards@unm.edu
- New Grants and Cooperative Agreements, Modifications/Amendments to existing agreements, Task Orders under Master Agreements, Subawards/subcontracts outgoing (when UNM is the Pass-Through Entity)
- No Cost Extensions (NCEs), PI changes, Award Transfers, Internal Budget Revisions (IBR), Requests to Spend Funds (RTSFs)

**Proposal Team** – ospappointment@unm.edu
- Proposal Submissions
- Budget Revisions
- Reps and Certs required as part of a proposal submission
Contracts Team
Tips & Contact Information

Earlier is Better!
• When you receive a contract, please get it to OSP sooner than later.
• It can be really challenging and stressful for the department, the faculty, at times the sponsors, and the OSP contract specialist when we don’t receive contracts with enough time to do the necessary reviews.

Use Cayuse!!
• The Cayuse record if very important even for the Contracts Team. We rely on the record to tell us a story-Prime Sponsor if applicable, EC compliance, Regulatory Compliance, Subcontractors, etc. Please ensure the information in the record provides these details in order to avoid additional delays.
• Please include the Contractual POC in the Cayuse notes section and information regarding the action needed

Contact Us!!!
• For contract-related matters, please reach out to ospcontracts@unm.edu
Questions?