

Legal Services:

Mr Randy Phalad

Contracts

Management

**University of
KwaZulu –
Natal:
Contract
Management**

The role of ImageNow

- ImageNow is an electronic contracts management system designed to create a paperless work environment at UKZN and improve efficiency at work.

Use of Image Now

- Legal Services has purchased the license to use the ImageNow software from OrangeNow.
- ImageNow is to be used to facilitate the storage and retrieval of contracts, as well as workflows to support the process of legal review, drafting, validating and approving contracts and in particular is used to :
- manage contract submissions via an ImageNow Contract Submission eForm (with contract and supporting documents) that is indexed and auto-routed into a workflow process;
- link contracts to the ITS and IRMA system to provide integrated retrieval of contracts directly from the contracts database;
- search and retrieve contracts, ensuring security of contract viewing and overall enhanced confidentiality of UKZN property.

What is a contract?

➤ A Contract may be defined as a binding agreement between 2 or more persons that is enforceable by law.

➤ Elements of a binding contract:-

- **Legal Capacity**

Take note that if an employee of UKZN signs a contract on behalf of UKZN without having the authority or legal capacity to do so, s/he will be personally liable to any third party.

- **Offer and Acceptance**

Take note that UKZN requires that all contracts must be in writing.

- **Meeting of the Minds (consensus)**

Types of Contracts

- Memorandum of Agreement (MoA);
- Memorandum of Understanding (MOU) – agreements usually concluded with other Universities both locally and internationally;
- Joint Venture Agreements;
- Co-operation /Collaboration Agreement;
- Service Level Agreements (includes independent contractor agreement, supply agreement; purchase of equipment) e.g. Khukhula;
- Maintenance Agreement;
- Lease or Rental Agreement (includes agreements for hire of equipment e.g. Konica Minolta; Servest Office Plants; Steiner (Pty) Ltd

- Licensing Agreement – Software licensing e.g. Microsoft, Novell GroupWise ©
- Intellectual Property Agreements – copyright, trade marks etc.
- Research Agreements



Documents to be submitted

- Draft contract;
- Other party company documentation:-
 - ◇ certificate of Incorporation;
 - ◇ current BBBEE certificate;
 - ◇ current & valid Tax clearance certificate and VAT certificate;
 - ◇ proof of banking account;
- Proof of authority from Dean/ Head of School indicating cost centre applicable in the format below:

Proof of Authority from Dean/Head of School

The letter of consent of the abovementioned personnel must be submitted via ImageNow and must contain the following statement:-

"I am aware of the nature and extent of the contract; any fees payable / any funds received have been allocated for in my cost centre number _____ and I am satisfied with all obligations imposed in the contract.

Name in full

Designation

Signature

DETAILS OF THE CONTRACT: _____



How must documents be submitted?

- All documents must be submitted via ImageNow by the instructing party duly completing and submitting the ImageNow Contract Submission eForm.
- The **eForm** refers to an electronic representation of a form that is required to be completed and submitted into the ImageNow workflow process.
- Kindly note that the ImageNow Contract Submission eForm appears on the UKZN website at the following url: <http://legalservices.ukzn.ac.za/ContractsManagement.aspx>
- Documents must be submitted in advance via ImageNow by the UKZN staff member, the instructing party, for legal review by one of the Legal Advisors within Legal Services.

Submission form

University Instructing Party Requestor Details	
Staff Number:	<input type="text"/>
Staff Name:	<input type="text"/>
Designation:	<input type="text"/>
Highest Qualification:	<input type="text"/>
Appointment Type:	<input type="text"/>
Phone Number:	<input type="text"/>
Email:	<input type="text"/>
Campus:	<input type="text"/>
Instructing Party:School/Division	<input type="text"/>
Any Other Instructing Parties Involved	<input type="radio"/> Yes <input type="radio"/> No

Continued...

Other Parties

Remov...	Contracting Party's Full Name:	<input type="text"/>
	Contracting Party's Location:	<input type="text"/>
Add Row		

Contract Details:

Contract Title:	<input type="text"/>
Contract Status:	<input type="text"/>
Contract Currency:	<input type="text"/>
Contract Value (or Estimated Value):	<input type="text"/>
Contract Start Date:	<input type="text"/>
Contract End Date: <small>NOTE: All Contracts Require an End Date!</small>	<input type="text"/>
Contract Duration:	<input type="text"/>
Is this a Research Related Contract:	<input type="radio"/> Yes <input type="radio"/> No

Continued...

Research Specific Information

Is this a New Research Project? Yes No

Is Research Funding Provided? Yes No

Staff Member Receiving Consulting Fees: Yes No

Project Performance Site Location:

Time Spent on Project per Month:

Principle Investigator:

Principle Investigator Race:

Principle Investigator Gender:

Research Focus Area:

Are UKZN Required Resources Being Used? Yes No

Continued...

Funding Information	
Contract Funding: <input type="radio"/> University <input type="radio"/> Externally Funded	
	Funding Contributor Details:
Remov...	Contributors' Currency
	Contribution Amount:
Add Row	

Financial Compliance Information	
Has The Cost Center Been Created Yet	<input type="radio"/> Yes <input type="radio"/> No
Budget Holder / Sponsor Approval Obtained?	<input type="radio"/> Yes <input type="radio"/> No
Budget Holder / Sponsor Full Name:	<input type="text"/>
Is Insurance Cover Applicable?	<input type="radio"/> Yes <input type="radio"/> No
Does The Contract Require/Have a Renewal Clause?	<input type="radio"/> Yes <input type="radio"/> No

Continued...

Documentation Checklist

Contract Draft Uploaded?

Yes No

Other Party BBEEE Certificate Uploaded?

Yes No

Other Party Current & Valid Tax Clearance Certificate Uploaded?

Yes No

Insurance Contract Uploaded?

Yes No

Proof of Authority From Budget Holder?

Yes No

➤ **Contracts Management Process**

Negotiate – instructing party to discuss & negotiate terms and conditions (obligations; duration; contract price)

Draft Contract – instructing party to obtain draft contract from third party. Preferably in Word Format to enable review by Legal Advisors.

Collection of documents to be submitted- employee to obtain requisite other party documentation; approvals etc.

Submission of the eForm – instructing party to forward the contract to Legal Services for legal review by completing the eForm and submitting supporting documentation.

Contracts Manager to route the contract via ImageNow to the applicable Legal Advisor.

Liaise/ Communicate with Legal Advisor, who will advise if there are any issues/ amendments required i.r.o contract .
Instructing party, will in turn, liaise with the other party to negotiate new terms/ obtain approval of amendments

Signing of Contract

- Once contract is finalized and Legal Advisor is satisfied with the terms and conditions, the contract is electronically submitted for pre-approval to the authorised signatory of UKZN;
- Once it has been pre-approved, the Contracts Manager will liaise with the instructing party regarding the procedure for final signature of the particular contract.

THE END.

