**Administration Division**

**Louisiana Board of Regents**

Administrative Procedures

AP – 1.2

Effective Date: 3/26/04

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**SUBJECT**

Procedures for Executing Consulting, Personal, Professional or Social Services (PPCS) Contracts.

**DEFINITIONS**

1. Individual Authorized to Sign Contracts for the Board of Regents is the Commissioner of Higher Education. However, the Associate Commissioner for Finance and Administration has been given delegation of authority by the Commissioner of Higher Education to sign contracts on behalf of the Board of Regents. Therefore, all contracts should be forwarded to the Associate Commissioner for Finance and Administration for signature.
2. Office of State Procurement’s (OSP) Procedures for Submitting Contracts is a guide available to all staff containing the procedures that should be followed when submitting a contract to OSP for approval. This guide can be found at <http://www.doa.la.gov/Pages/osp/PC/procedure.aspx> .
3. Consulting Services means possessing specialized knowledge, experience, and expertise to investigate assigned problems or projects and to provide counsel, review, design, development, analysis, or advice in formulating or implementing programs or services.
4. Personal Services means work rendered by individuals which require use of creative or artistic skills.
5. Professional Services means work rendered by an independent Contractor who has a professed knowledge of some department of learning or science. For contracts with a total amount of $50,000 or more, the definition of “professional services” shall be limited to lawyers, doctors, dentists, psychologists, certified advanced practice nurses, veterinarians, architects, engineers, land surveyors,

landscape architects, accountants, actuaries, claims adjusters, and any other profession that may be added by regulations adopted by the OSP per Louisiana Revised Statute 39:1556(42).

1. Social Services means work rendered by any person, etc., in furtherance of the general welfare of the citizens of Louisiana.
2. Initiating Division means a division within the Board of Regents responsible for initiating the contracts under their authority, and ensuring division compliance with all applicable policies and procedures pursuant to said contracts.
3. Administration Division means the division of the Board of Regents responsible for the internal operations of the Board.
4. Division of Administration means the State of Louisiana Division of Administration under the direction of the Commissioner of Administration.
5. Signature-Signature means a manual or electronic signature. Electronic signature means an electronic sound, symbol or process attached to or logically associated with a record and executed or adopted by a person with the intent to sign the record. For contracts/agreements, the Board of Regents accepts electronic signatures interchangeably and consistently with how it accepts traditional ink signatures.

**GENERAL POLICY**

All grants or contracts proposed must be initiated and approved by the division of the Board of Regents that would be involved if the contract was approved. Typically this will require the Head of the Division initiating the grant or contract; the BOR Program and Contract Manager and the Associate Commissioner of Higher Education review and approve the contract before it leaves the Board of Regents’ premises as an executed grant or contract.

**PROCEDURE**

**A new grant or contract will be prepared, approved, and routed as follows:**

1. **Each initiating division prepares the contracts under their authority, and then forwards the contracts to the BOR Program and Contract Manager with all required supporting documents, before the contract is sent to the Contractor, for determination of correct format, content and availability of funds.**
	1. The contracts should be in the following standard format:

* + Generic Contract-PPCS (Professional, Consulting, Personal, and Social Services)

The BOR generic contract boilerplate has been approved by the Office of State Procurement and should be used for all contracts which are not for legal services, cooperative endeavors, or data processing. The contract should be accompanied by (a) a properly drawn and signed BA-22, (b) a completed and signed contract status form, (c) a calculation sheet detailing the travel expenses and the per diem, (if applicable) and (d) a spreadsheet showing a list of the previously obligated contracts to match the amount on the BA-22 (if applicable). Once approved, these forms are for internal use only and should remain in the files of the initiating division. The Louisiana Office of Student Financial Assistance (LOSFA) requires that the Contractor fill out a Form W-9 and include a phone number on the form in order to have a vendor number set up on ISIS. In addition, it is required that the Contractor register as a vendor in the LaGov system at

<https://lagoverpvendor.doa.louisiana.gov/irj/portal/anonymous?guest_user=self_reg> and that said registration is documented in the files of the initiating division.

* + Legal Contracts

The standard Legal Services contract boilerplate has been approved by the Office of State Procurement and should be used for all contracts for legal services. The contract should be accompanied by (a) a properly drawn and signed BA-22, (b) a completed and signed contract status form, (c) a calculation sheet detailing the travel expenses and the per diem, (if applicable) and (d) a spreadsheet showing a list of the previously obligated contracts to match the amount on the BA-22 (if applicable). Once approved, these forms are for internal use only and should remain in the files of the initiating division. The Louisiana Office of Student Financial Assistance (LOSFA) requires that the Contractor fill out a Form W-9 and include a phone number on the form in order to have a vendor number set up on ISIS. In addition, it is required that the Contractor register as a vendor in the LaGov system at <https://lagoverpvendor.doa.louisiana.gov/irj/portal/anonymous?guest_user=self_reg> and that said registration is documented in the files of the initiating division.

* + Cooperative Endeavors Contracts

The standard Cooperative Endeavor Agreement (CEA) boilerplate has been approved by the Office of State Procurement and should be used for all CEA’s. The agreement should be accompanied by (a) a properly drawn and signed BA-22, (b) a completed and signed contract status form, (c) a calculation sheet detailing the travel expenses and the per diem, (if applicable) and (d) a spreadsheet showing a list of the previously obligated contracts to match the amount on the BA-22 (if applicable). Once approved, these forms are for internal use only and should remain in the files of the initiating division. The Louisiana Office of Student Financial Assistance (LOSFA) requires that the Contractor fill out a Form W-9 and include a phone number on the form in order to have a vendor number set up on ISIS. In addition, it is required that the Contractor register as a vendor in the LaGov system at <https://lagoverpvendor.doa.louisiana.gov/irj/portal/anonymous?guest_user=self_reg> and that said registration is documented in the files of the initiating division.

* + Data Processing Contracts

The standard data processing consulting contract format has been approved for use by the Office of State Procurement and the Procurement Support Team [PST] and can be used for data processing consulting services. The contract should be accompanied by (a) a properly drawn and signed BA-22, (b) a completed and signed contract status form, (c) a calculation sheet detailing the travel expenses and the per diem, (if applicable)and (d) a spreadsheet showing a list of the previously obligated contracts to match the amount on the BA-22 (if applicable). Once approved, these forms are for internal use only and should remain in the files of the initiating division. The Louisiana Office of Student Financial Assistance (LOSFA) requires that the Contractor fill out a Form W-9 and include a phone number on the form in order to have a vendor number set up on ISIS. In addition, it is required that the Contractor register as a vendor in the LaGov system at <https://lagoverpvendor.doa.louisiana.gov/irj/portal/anonymous?guest_user=self_reg> and that said registration is documented in the files of the initiating division.

For every contract for the procurement of data processing consulting services in an amount greater than $100,000, a Procurement Support Team shall be established by OSP to review the Request for Proposal (RFP) and the contract.

1. In accordance with Louisiana Revised Statute 39:1613:
2. payments may be made to the Contractor in advance of services being performed if the following conditions are met:
	1. The using agency (in this particular case the Board of Regents) has submitted, in writing, to the Division of Administration, Office of State Procurement, a certification that an advance is necessary in order to provide the services at the lowest total cost and that there is no other cost effective source of such advance funding. The certification shall include a narrative setting out the facts which necessitate the advance funding.
	2. The advance is approved by the Director of OSP.
	3. Except as may be otherwise provided by law, the amount of such advance shall be limited to a sum not to exceed twenty percent of the total contract amount, excluding travel advances which shall be governed by applicable regulations.
	4. The Contractor is a nonprofit corporation.
3. If local matching funds are available to fund the advance, no state monies shall be advanced through the contract.
4. If federal funds are used for the advance, federal regulations and statutes shall govern the use and amounts of advance payments made.
5. Interagency contracts as defined in R.S. 39:1556(30) are exempt from the provisions of Subsections B and C of this Section.
6. The provisions of this Section shall not be construed to authorize payments in advance of services to be performed pursuant to a professional service contract.

(G) State funds may be expended to fund the advance only in the same fiscal year in which the funds are appropriated.

1. **If the contract exceeds $20,000** and is with an entity that is not under theauthority of the Board of Regents, and/or does not meet the criteria of another exemption, the contract will require approval of OSP. The initiating division will be responsible for providing the required documentation to the BOR Program and Contract Manager for submission to OSP. The Contract Checklist of the required documentation can be found on the Board of Regents website at <https://regents.la.gov/divisions/finance-facilities/policies-and-procedures/> The basic documentation is as follows:
* Transmittal Letter
* Original contract
* Completed and signed budget form BA-22.
* If the contract is being submitted to OSP more than 60 days after the effective begin date, or if a cooperative endeavor agreement is submitted to OSP less than 45 days prior to its effective begin date, the initiating division must provide written justification for the delay in a late justification letter. In **no** case will a contract or amendment be approved if it is submitted after its termination date.
* The contract must be approved by the Louisiana Department of State Civil Service, unless it is exempted by Civil Service. A list of exemptions can be found at <http://www.civilservice.louisiana.gov/Divisions/EmployeeRelations/Contracts.aspx>. If the contract does require Civil Service approval, a Civil Service Contract Request Form (CSCR1) must be completed signed.
* The contract must be approved by the Legislative Auditor if auditing services are involved.
* The contract must be accompanied by a certification letter.
* The contract must be accompanied by a multi-year letter of justification of contract term if longer than 12 months.
* If the contract is for consulting services, the Contractor’s resume’ must be included with the contract.
* If the Contractor is an out-of-state corporation, and its employees will be in the state for 30 days or more, it must be registered with the Secretary of State and a copy of the Certificate of Authority must be included with the contract.
	+ The application can be found at <http://www.sos.la.gov/BusinessServices/PublishedDocuments/326ApplicationofForeignCorporationforCertificateofAuthority.pdf>
	+ If Contractor is an out-of-state corporation and doing *less than* 30 days work within the state, the Contractor is exempt from this requirement but an exemption letter must be executed and retained in the initiating division file and submitted to OSP, if applicable.
* If the Contractor is a corporation, profit or non-profit, the contract must be accompanied by a Board Resolution from the Board of Directors of the corporation authorizing the signature for the corporation.
* If the Contractor is a for-profit corporation whose stock is not publicly traded, proof that a disclosure of ownership form has been properly filed with the Secretary of State’s Office should be submitted with the contract. That form can be found at [www.sec.state.la.us\comm\cforms\F-320.pdf](http://www.sec.state.la.us\comm\cforms\F-320.pdf).
	+ If Contractor is an out-of-state corporation and doing *less than* 30 days work within the state, the Contractor is exempt from this requirement but an exemption letter must be executed and retained in the initiating division file and submitted to OSP, if applicable.
* Once approval is received from OSP, a copy of the fully executed contract should be sent to the Contractor and a copy should be sent to Liz. Jones at LOSFA. A copy of the contract with original signatures and OSP approval must be retained in the contract file.
1. Contracts for consulting services which have a maximum amount equal to or greater than $75,000 per 12 month period must be awarded by a Request for Proposal (RFP). The initiating division will be responsible for following the guidelines for the RFP process as outlined in the regulations of the Office of State Procurement. The Contract Checklist of the required RFP documentation can be found on the Board of Regents website at <https://regents.la.gov/divisions/finance-facilities/policies-and-procedures/> . The basic documentation is as follows:
* Selection Memorandum from the Commissioner of Higher Education or Designee
* Proof of advertisement in accordance with Louisiana Revised Statutes Title 39:1595
* Summary of grades
* Grading sheets
* Copy of the RFP and any addenda
* Winning Proposal
* Questions received and answers issued (if applicable)
* Notice of award letter and loser letters
* Contract which includes all standard clauses as well as the [Entire Agreement](http://www.doa.la.gov/Pages/osp/PC/entagree.aspx) and [Order of Precedence](http://www.doa.la.gov/Pages/osp/PC/precede.aspx) clauses and [appropriate language](http://www.doa.la.gov/osp/PC/Independent%20Assurance%2010%2002%202013.pdf) regarding independent assurances if key internal controls have been outsourced

Per Louisiana Revised Statute 39:1621 certain consulting and data processing services RFP’s and subsequent contracts require the review of the Procurement Support Team (PST) as assembled by OSP. More information may be found on the Division of Administration Office of State Procurement’s website at <http://www.doa.la.gov/pages/osp/PC/pst.aspx> .

Contracts for legal services must have the approval of the Attorney General with concurrence by the Division of Administration Office of the General Counsel.

1. Contracts for professional or personal services may be awarded without the necessity of competitive bidding (RFP). Social Services contracts may be awarded without competitive bidding only if OSP determines from a written statement that any one of the following conditions applies:
* Sole Source
* State legislature has made an appropriation that particular Contractor
* A quasi-public or non-profit corporation has been established in coordination with the state to provide the particular service involved in the contract
* Local matching funds greater than 10% of contract amount to be contributed by Contractor
* Nature of service being provided necessitates a continuity of Contractor
* Emergency which will not permit delay in procurement
* Total amount is less than $250,000 per 12 month period.
* Contract is with another governmental entity
* Specifically designated federal funds
1. **The BOR Program and Contract Manager will review the contract for availability of funds, format, and content. The BOR Program and Contract Manager will record the contract number, amount, dates, Contractor name, and principle investigator’s name (if applicable) in the contracts database and assign the contract a payment ID number (PID).**
2. **After the BOR Program and Contract Manager has approved the contract, it will be sent back to the initiating division and that division will be responsible for forwarding the contract to the Contractor for the appropriate signatures.**
3. **Once the contract returns and it has been signed by the Contractor, the initiating division has the responsibility to obtain the signature of the Associate Commissioner of Finance and Administration.**
	* **If the contract does not require OSP approval, it is considered to be fully executed once both parties have signed. The Contract Monitor then sends a fully executed copy of the contract to the Contractor, a copy to Liz Jones at LOSFA and retains a copy in the contract file.**
	* **If the contract does require OSP approval, it is not considered to be fully executed until said approval has been received. If the contract requires OSP approval, a copy of the executed contract and all required supporting documents should be forwarded to the BOR Program and Contract Manager for submission to OSP and coordination with OSP throughout the approval process. Once the contract receives OSP approval, a printed certificate of approval, and all of the contract documents will be returned to the contract monitor. The Contract Monitor then sends a fully executed copy of the contract to the Contractor, a copy to Liz Jones at LOSFA and retains a copy in the contract file.**