Agreements and Contracts Policy

Purpose: This policy covers the requirements for engaging independent contractors, consultants, or vendors, which shall herein be referenced collectively as “Contractor”.

Project Managers (“PMs”) and Administration staff will be responsible for the collection of all required engagement documentation and adhering to the terms of this policy.

This policy does not relate to employment. If an individual is being considered as a candidate for employment, please contact your Human Resources representative.

Engagement Documentation

- [ ] Current IRS Tax Identification and Certification - Form W9 for US citizens or W8BEN / W8BEN-E for foreign individuals or entities, respectively *(N.B. If the Contractor is not a US citizen or entity, please contact Human Resources for guidance on next steps before engagement as the type of work and status of the contractor may require an entry visa).*

IRS Tax Forms (W9, W8BEN, and W8BEN-E) should be updated as a practice every so often as the Contractor may change addresses and may therefore not receive a 1099-MISC (or 1042 for foreign contractors).

Additional Guidance on Engagement Documentation

If the Contractor is being engaged as a sub-contractor for work to provide a deliverable service on behalf of the Organization, the following information must be provided to the Documentation Preparer (“DM”) in order to prepare a Consulting Agreement (“CA”) and Statement of Work (SOW)**:

- Contractor’s Full Legal Name and Contact information
- Project or Funding Source Name
- Deliverables/Services Contractor is to provide
- Hourly or fixed Rate to be paid and estimated time frame to complete project
- Start Date and Termination/End Date for project
- Certificate of Insurance evidencing General Liability and Professional Errors and Omissions coverage for a minimum of $1,000,000 per occurrence and $2,000,000 aggregate with Organization named as ‘additional insured’.

**A fully-executed SOW must cover each project. Multiple projects are not allowed to be consolidated into one SOW.

Procedures

PM and Administration staff shall also adhere to the following procedures:

- When the above information is received and confirmed, the DM will draft a Consulting Agreement and SOW and assign “SOW Exhibit Number” (A.1, A.2, etc.) and a Purchase Order Number.
- The DM will then send the CA and SOW to the PM for review and approval.
- Upon PM “Approval”, DM will send SOW to Executive Director to approve and release for Contractor to review and sign.
- Once a fully-executed SOW is received (i.e. all parties have signed), SOW will be saved to file and Contractor will be allowed to start work on the project.
- Accounting will concurrently enter the contactor into the accounting system as a vendor and enter the Purchase Order (“PO”). A copy of the PO will be sent to the Contractor and PM.

Onboarding and Offboarding of Contractors

Accounting and PM shall coordinate saving a Contractor’s engagement documentation to a shared folder (e.g. sharepoint, google share-drive) identifying the name of the Contractor.

PM will be responsible for completing an On-Off Boarding Checklist, maintaining its accuracy, and saving to the Contractor’s folder. All requests for access to the Organization’s software as a service application(s) (e.g. Email, Sharepoint, Google Drive, Slack, etc.), including any hardware, must be requested, documented, and tracked through the On-Off Boarding Checklist.

When a contractor’s statement of work is complete, the PM will be responsible for triggering the off-boarding process, notifying accounting to off board the contractor.

Vendor Invoicing

- ❏ Vendors are required to submit to Accounting an invoice for products or services per the terms of any Agreement. If a purchase order has been issued for the product or service, it must have sufficient availability remaining for the amount being invoiced to be considered for payment.
- ❏ Vendor invoices must include:
    - ❏ Any referenced purchase order number
    - ❏ Any associated project number and name
    - ❏ Description, quantity, rate, and totals for the products or services delivered
- ❏ The vendor invoice must be reviewed and approved by the PM before it may be processed by accounting.
- ❏ If it is discovered that the that the required engagement documentation is not on file, or the vendor invoice is incomplete or found to be in error, or a purchase order has insufficient availability to cover the hours and/or dollar amount invoiced, the vendor invoice will be declined and referred back to the PM for further action.

Billing and Payment

- ❑ Accounting will enter the vendor invoice as a Bill into the accounting system, and will submit a list of Bills to be paid for approval by the Executive Director.
- ❑ Accounting will save a copy of the invoice to the Bill and the contractor's folder.
- ❑ Vendor invoices shall be paid within the terms of any agreement between the Organization and Vendor, based on when the invoice is received to Accounting, but not sooner than the agreed terms.
- ❑ Payments shall be processed as part of the Organization's scheduled payment run, but may also be delayed due to holidays and weekends, but also at Accounting's discretion.
- ❑ If a delay in payment should occur, Accounting shall coordinate with the PM on messaging/communication to the vendor.

File Storage and Maintenance

Accounting shall be responsible for the maintenance and upkeep of all vendor folders and ensure all documentation, engagement and/or otherwise, is saved to the vendor's shared-folder.

No folders or files shall be deleted without the consent of Accounting.

Communications

Please contact Accounting with any questions regarding this policy and or clarification on procedures.

Policy Exceptions

Requires the approval of the Executive Director.