University Contract Recordkeeping Procedure

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1 Objective

The objective(s) of this Procedure is to:

- Provide a standard approach for ensuring that all contracts, where the University is a signatory participant, are created, captured, accessible, securely stored, retained and disposed of in accordance with the University Records Management Policy and Guidelines.

- Ensure that all fully executed contracts are captured into the Contract Register in the University’s Electronic Document and Records Management System (EDRMS).

2 Scope

This procedure applies to all University employees and any contractors or consultants engaged by the University to perform work on behalf of the University.

3 Procedure

3.1 Recordkeeping requirements for Contracts

Records associated with the development, consultation and progression of contracts should be created, captured and retained in the organisational unit’s recordkeeping system to provide evidence of the parties’ intentions and negotiations.

Recordkeeping clauses are to be incorporated into any contracts where the University outsources its services to third parties, including engagement of professional services, hosted cloud services, security, cleaning, and off site commercial document storage facilities. This is to ensure that University records are accessible, protected from unauthorised access or destruction, stored appropriately and in accordance with our legal obligations specified by the Archives Act 1983.

Recordkeeping clauses incorporated into external contracts with the University must be in compliance with our recordkeeping obligations.

University outsourcing contract templates that include recordkeeping clauses have been developed and approved by Legal Services and are to be utilised where applicable.

Hardcopy contracts which are fully executed are required to be scanned into PDF/A format in their entirety. Refer to Information Sheet 10 – Scanning Specifications for details on minimum requirements. The hardcopy contract needs to be stored in a secure environment within the Organisational Unit or forwarded to the Records Management Unit for retention.

Where contracts are in digital format and signed electronically, ensure that strong protocols on how this is undertaken are documented and implemented. For example include page numbering in footers on all pages of a contract, and ensure the contract is complete. A signature page without the full contract is known as a counterpart and is not sufficient evidence that all parties have signed the same document. The full contract must accompany the signature/s. The use of password protection of contracts should be avoided unless strictly necessary, as it has an impact on recordkeeping requirements such as accessibility over time.
It is the responsibility of the contract owner to ensure that all signatures are obtained and the final version is updated in the EDRMS.

3.2 Registration of Contracts in the EDRMS

All fully executed contracts, and partially executed contracts entered into by the University are to be captured into the University’s EDRMS. The registration process provides the mechanism to compile a listing or register of contracts and agreements. Given the decentralised nature of the University’s operations, centrally lodging executed contracts is the only means through which the University can keep track at an institutional level of its contractual commitments.

University employees who are responsible for managing multiple contracts on a regular basis should apply for access to the EDRMS. Those employees that don’t have access to the EDRMS who manage contracts on an infrequent basis will be responsible for forwarding contracts to the Records Management Unit in PDF/A for registration.

Contracts and agreements that are partially executed, that is, signed by one party, may be registered into the system to ensure that registration occurs prior to forwarding to other parties for signature. The responsible officer is to ensure that all signatures are gained and updated in the system.

3.3 Metadata

The following metadata is to be included in the EDRMS registration process:

- Title (description)
- Parties to Contract
- Start and End Dates
- Home Location
- Responsible Person
- Contract Type
- Assignee
- External ID
- Internal Reference
- Reviewable Contract (Yes/No)
- Review/Renewal Date
- Contract Value
- Folder Number
- Delegated Signing Authority
- Is it fully executed?
- Relationships

The EDRMS Reference Number (Unique Identifier) will be placed on the top right hand corner of the first page of the hardcopy document or embedded in the electronic document cover page or footer.

Contracts will be maintained in the EDRMS in accordance with University recordkeeping disposal procedures.
## Definitions and Acronyms

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<tr>
<th>Term/Acronym</th>
<th>Definition</th>
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| **Contract** | A legally binding agreement between two or more competent parties. Examples include:  
  - Memorandum of Understanding  
  - Confidentiality Agreements  
  - Employment Contracts  
  - Leases  
  - Contracts for the sale or purchase of land or property  
  - Contract for the purchase of goods, services or capital works  
  - Intellectual Property Licenses and Assignments  
  - Student Exchange Agreements  
  - Research Contracts  
  - Grant Funding Agreements  
  - Software Licenses and Maintenance Agreements |
| **Contract Owner** | A staff member or section of the University that is best placed to monitor contractual commitments of a particular contract and ensure they are met (both by UTAS and by the other parties to the contract). |
| **EDRMS** | An Electronic Document and Records Management System manages electronic and hard copy records, enabling saving, editing, locating, tracking, archiving and disposal of information in the one system. |
| **Metadata** | Structured information that describes and/or allows users to find, manage, control, understand or preserve other information over time. Metadata is attached to records when they are created and added to as a result of different processes such as sentencing and disposal. |
| **Organisational Unit** | College, Faculty, School, Centre, University Institute, other University Entity, Division, Section or University Business Enterprise. |
| **Record** | Information created, received, and maintained as evidence and information by an organisation or person, in pursuance of legal obligations or in the transaction of business. |
| **Recordskeeping Clause** | Provisions in a contract dealing with the creation, access, storage and retention of records created by the parties pursuant to the contract. |
| **Recordkeeping System** | A framework to capture, maintain and provide access to evidence of transactions over time, as required by the jurisdiction in which it is implemented and in accordance with common business practices. Recordkeeping systems include:  
  - both records practitioners and records users  
  - a set of authorised policies, assigned responsibilities, delegations of authority, procedures and practices |
• policy statements, procedures manuals, user guidelines and other documents that are used to authorise and promulgate the policies, procedures and practices
• the records themselves
• specialised information and records systems used to control the records software, hardware, other equipment and stationery.

Registration
The act of giving a record a unique identity in a recordkeeping system to provide evidence that it was created or captured. Registration involves recording brief descriptive information about the context of the record and its relation to other records. In the archival context, both aggregations (such as series) and individual record items can be registered.

State Records
Records of State government agencies/departments, State authorities, or local authorities. These public bodies are defined in Section 3 of the *Archives Act 1983*.

University Employee
Any individual employed by the University of Tasmania, including permanent, fixed-term and casual staff members and any contractors or consultants hired to perform work on behalf of the University.

5 Supporting Documentation

• State Guideline No 2 – Retention and Disposal of State Records
• State Guideline No 10 – Outsourcing of Government Business – Recordkeeping Issues
• University of Tasmania Privacy Policy
• University of Tasmania Records Management Guidelines
• University of Tasmania Procurement Policy
• University of Tasmania Procurement Procedures
• Records Management Unit Information and Help Sheets

6 Versioning

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<thead>
<tr>
<th>Former Version(s)</th>
<th>Current Version</th>
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<tbody>
<tr>
<td><strong>Current Version</strong> <strong>University Contract Recordkeeping Procedure (current document); approved December 2017.</strong></td>
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