

**University of Nebraska**  
**Legal Review of Contracts Guidelines<sup>1</sup>**  
**Effective February 1, 2020**

Contracts requiring legal review:

1. Contracts requiring Board of Regent Approval;
2. Contracts with a total value of \$250,000 or more, over the life of the contract, of expenditures or revenues;
3. Contracts involving the acquisition or disposal of real property (regardless of dollar amount);
4. Contracts involving the sharing of High Risk or Medium Risk Data as defined by the Data Classification and Storage Policy (ITS-05)<sup>2</sup>; or
5. Contracts involving Protected Health Information, as defined by HIPAA, that necessitate execution of a Business Associate Agreement.

Contracts where legal review is strongly recommended:

1. Contracts involving University business that would be considered newsworthy, including, but not limited to:
  - a. Involves prominent University staff;
  - b. Unusual (e.g., outside the scope of the University's ordinary course of business);
  - c. Controversial;
  - d. Athletic contracts that would be considered "newsworthy" (regardless of campus); and
  - e. Significant for any other reason that would be considered "newsworthy."
2. Contracts that would be considered "high risk" to the University, including, but not limited to:
  - a. Agreements for technology purchases where accessibility is of concern (purchase will be used by many users, vendor's software is not accessible and the vendor refuses to accept our standard contract language regarding accessibility, etc.); or
  - b. Contracts, where the terms significantly favor the other party, resulting in unfair risk to the University in the event that something goes wrong (data breach, breach of contract, etc.). The following selected terms should be carefully reviewed to ensure fairness: termination, breach, indemnification, limitations of liability, choice of law, warranties, etc.
3. Contracts that raise questions or concerns by the reviewer for which legal review would be beneficial.

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<sup>1</sup> These Guidelines are not intended to address contracts that are managed by campus Sponsored Programs offices.

<sup>2</sup> Accessible at <https://its.nebraska.edu/policies-processes>.