

Subject	Legal Authority	Brief Description	Notes
Payment in Advance	Washington State Constitution, Article VIII, Sections 5 and 7; RCW 43.88.160	State agencies, including UW, may not pay contractors prior to receiving performance. Certain exceptions (maintenance, conferences) exist.	
Conflict of Interest	Chapter 42.52 RCW	Contractor may not contract with UW if there is a real or apparent conflict of interest, unless certain steps are taken preserve the integrity of the process.	
Covenant Against Contingent Fees	FAR 52.203-5	Prohibits the employment of individuals or firms for the purpose of obtaining a federal contract on a contingency fee basis	May be waived for contracts with no possibility of Federal Contract Funding
Data Security	HIPAA, EAR, ITAR, HIPAA, GLB PCI-DSS, RCW 19.255.010, RCW 42.56.590	Requires the protection of sensitive information, including UW data and personal information. Both federal and state law impose strict penalties for improper disclosure of such information	Required whenever the contractor will have access to UW data
Confidentiality	RCW 19.255.010, RCW 42.56.590, RCW 42.56.210, RCW 42.56.230	Prohibits the disclosure of personal information by contractor. Certain personal information is exempt from disclosure under the state Public Records act (RCW Chapter 42.56)	
Debarment Certification	Federal Contract: FAR 52.209-6 Federal Grant: 2 CFR 200 Appendix II	Federal Contract: Must obtain debarment certification for orders over \$30,000 Federal Grant: Must determine that the vendor is not debarred for all orders	
Indemnification	RCW 28B.20.250	The University can only indemnify vendors against harm caused by regents, officers, employees, agents or students acting negligently within the scope of their official duties	Indemnification for other harms will, by state law, not be covered by UW's insurance and could result in large financial losses to UW
Interest on Late Payments	RCW 39.76.011	State agencies, including UW, must pay 1% interest on late payments	

Proprietary Information	RCW 42.56.270	State agency records are generally public. Bid information and contract information is a public record. If a party wishes to prevent the state from providing records as part of a public record request, it must mark the information as proprietary and obtain an injunction prohibiting disclosure prior to the records being disclosed.	
Public Records	RCW 42.56.270	State agency records are generally public. Bid information and contract information is a public record. If a party wishes to prevent the state from providing records as part of a public record request, it must mark the information as proprietary and obtain an injunction prohibiting disclosure prior to the records being disclosed.	
Record Maintenance	RCW 40.14	Contract records must be maintained for six (6) years after termination or expiration of the contract	
HIPAA Business Associate	45 CFR Parts 160 and 164	Contractors with access to Protected Health Information are "Business Associates" who must sign a HIPAA Business Associate Agreement	
Anti-Lobbying Certification	Federal Contract: FAR 52.203-12(g) Federal Grant: 2 CFR Part 200 Appendix II	Requires a signed certification from the vendor that the vendor has not made a payment prohibited under the Byrd Anti-Lobbying Amendment (31 U.S.C. 1352) if the award is greater than a certain threshold: Federal Contract: \$150,000 Federal Grant: \$100,000	
Certifications and Representations	N/A	See: Debarment Certification and Anti-Lobbying Certification	
Attorney Fees	Common Law	Prevents UW from paying contractor's legal fees in the event of a dispute	If not specified, each party will typically pay its own attorneys' fees. For large or complex contracts, specifying that each party pays its own fees protects both parties.

WIPHE	Chapter 39.34 RCW	Grants power to Washington state agencies to enter into cooperative purchasing agreements with other public agencies.	WIPHE, like other group purchasing organizations is optional language. A vendor is not required to agree to participation in WIPHE.
Independent Contractor	Common Law	The University bears less responsibility for actions of an independent contractor than an agent or employee of the University.	
Copyright Provisions	US Copyright Act	For the University to own copyrights to works created for the University, US Copyright law requires that the work be designated a work for hire, and that ownership vest in the University and that any materials created by an independent contractor be specifically transferred to the University.	Applicable to all contracts in which a literary, musical, dramatic, pantomime/choreographic, graphic/visual/sculpture, video/audiovisual, recording or architectural work is created.
Federal Exclusion Clause	42 U.S.C. 1320a-7	The University may not do business with vendors excluded from federal healthcare programs under 42 U.S.C. 1320a-7.	
Federal Flowdowns	<p>Federal Contract: Federal Acquisition Regulations (FAR) and Defense Federal Acquisition Regulation Supplement (DFARS)</p> <p>Federal Grant: 2 CFR 200.326</p>	Certain terms and conditions that the University include in contracts with contractors receiving federal funds. Some flowdown terms and conditions are limited to dollar thresholds or types of goods or services provided.	Specific flowdown terms and conditions which do not apply to the goods or services to be purchased may be waived. If there is any possibility the term will apply, it must be included.
Supplier Gratuities	<p>General: RCW 39.26.020; RCW 42.52.150</p> <p>Medical: Section 6002, Affordable Care Act; "Stark Law," 42 U.S.C. 1395nn; 42 CFR Part 50, Subpart F; RCW Chapter 42.52.</p>	<p>General: Procurement professionals may accept gifts of nominal value (pens, note pads, etc), but not meals or larger gratuities.</p> <p>Medical: Suppliers may not provide gifts, gratuities, or giveaways of any kind</p>	

Solicitation Posting (WEBS)	RCW 28B.10(1)(c)(iii); RCW 39.26.120;	The University must comply with formal bidding requirements for purchases over \$100,000, which includes posting in WEBS
Paper Reduction	RCW 70.95.725, RCW 43.19A.022	The University must purchase 100% recycled paper and endeavor to reduce paper purchased by 30%