

Texas State Library and Archives Commission

CONTRACT MANAGER RESPONSIBILITIES

The primary responsibilities of a contract manager for the Texas State Library and Archives Commission (TSLAC) are outlined below. All responsibilities relating to a procurement not designated to the contract manager are designated to the agency's Purchasing staff.

CONTRACT MANAGER RESPONSIBILITIES

To ensure TSLAC contracts are developed, executed, managed and monitored in accordance with state and agency rules, requirements, and procedures, the assigned contract managers are responsible for the following tasks associated with the procurement process for goods or services.

- Participating in developing the solicitation and writing the draft documents. Contract administration must be considered during this process.
- Consulting with legal counsel to address any legal concerns and/or issues.
- Performing a risk assessment relating to the proposed procurement. Purchasing has made available a sample risk assessment form on the agency's Public drive.
- Implementing a quality control/assurance process.
- Maintaining appropriate records relating to the contract and the procurement process.
- Documenting significant events before, during and after the contract is executed.
- During solicitation development, determining if the vendor's compensation structure is appropriate for the deliverables and/or work required.
- Serving as the point of contact for disseminating the instructions regarding the work to the selected contractor/vendor.
- Receiving and responding to communications between the agency and the selected vendor.
- Working with Purchasing staff to develop, manage, document and/or approve any changes to the executed contract.
- Managing any state property used in contract performance: e.g., computers, telephones, identification badges, etc.
- Identifying and resolving disputes with vendor in a timely manner; Purchasing staff may be involved, if necessary.
- Exercising state remedies, as appropriate, when a vendor's performance is deficient.
- Inspecting and approving the final product/services by submitting a written document accepting the deliverables.
- Monitoring the vendor's progress and performance to ensure goods and services conform to the contract requirements; and submitting vendor performance reports to Purchasing each year and/or at the end of the contract term.
- Verifying accuracy of invoices submitted by vendor to ensure compliance with payment terms/deliverables as outlined in the executed contract.
- Approving verified invoices and coordinating with agency Accounting staff to authorize payment.
- Monitoring the project budget and payment process to ensure sufficient funds are available to complete the contract.
- Performing contract closeout process, ensuring the contract file contains all necessary contract documentation, and documenting lessons learned.

The number of participants in the contract administration process may vary depending on the project size, level of risk, and complexity of the contract. Early in the procurement process, identify staff to participate in contract management. Identify a single contract manager and others to assist the contract manager. Contract managers may assign the following roles and responsibilities.

- Determining the sequence of activities and dependencies, and identifying required or desired outcomes, and acceptable performance levels and metrics.
- Developing a project timetable including a start and end date for each performance component or deliverable. Include milestones with accompanying timeframes, and monitoring and reporting requirements.
- Monitoring and documenting vendor activity on a specified frequency to identify problem areas.
- Meeting with the vendor on a regular basis to review progress, discuss problems and consider necessary changes.
- Providing access to state facilities, equipment, data, staff, materials and information needed for the vendor to complete the project.
- Contacting other staff as necessary to provide equipment and data to keep the project on track.
- Establishing scope of authority, clear lines of communication and reporting, and specify individuals who are authorized to interact directly with the vendor.
- Establishing control of correspondence, data and reports.
- Identifying potential problems and solutions.
- Defining terms or conditions of default.
- Establishing a procedure, identifying a responsible person and establishing a timeframe for handling noncompliance.
- Establishing a procedure, identifying a responsible person and establishing a timeline for making necessary contract decisions, modifications, and changes.

Contract managers' are not authorized to:

- Instruct the vendor to start work before the contract is fully executed.
- Change the scope, deliverables, pricing or other terms of the contract without coordinating with Purchasing staff to complete the formal purchase document amendment process.
- Direct the vendor to perform work that is not specifically described in and/or funded by the contract;
- Extend the time period of the contract without execution of an approved amendment; or,
- Allow the vendor to incur any additional costs over the limit set by the contract.

Contract managers are encouraged to contact the agency's Purchasing staff at any point in the process if there are questions regarding the contract terms, vendor's performance, or concerns with completing the project on time and within budget. Contract managers should also keep division directors informed of any concerns or issues with the project.

PLANNING

As stated earlier, planning for the administration of a contract should begin with the drafting of the statement of work. Procedures for contract administration should be described in the solicitation document. After the contract is executed, the planning activities should focus on general administrative activities including, but not limited to management of contract amendments through documentation of any changes to the contract scope, schedule and payment. Another central activity to contract administration is the advance coordination and scheduling of resources to assist in the performance of the contract administration processes.

In order to properly plan for contract administration, the contract manager must ensure that he/she thoroughly understands all of the components of the solicitation and contract. Examples of such contract components include:

- Expected outcome measures – includes staging of deliverables, if applicable. Significant deliverables should be tied to the payment schedule.
- Costs – The total cost, including any indirect cost allocation of the goods and services to be performed.
- Risk – Identifying and managing potential risks.
- Contract Performance - When, where, and how the goods and services are to be delivered.
- Acceptance/Rejection Terms – The agency's right to inspect and accept or reject the goods and services and the conditions of acceptance or rejection.
- Contract Dates - The effective date, completion date, renewal terms, and any additional dates necessary to monitor contract performance.
- Complete addresses – Where correspondence is to be sent, where payments are to be made, etc.

POST AWARD CONFERENCE

A post award conference is a meeting with the contractor and includes the principals responsible for administering the contract. The conference is held soon after the contract is awarded. It is an orientation for the contractor to ensure a clear and mutual understanding of all contract terms and conditions, and the respective responsibilities of all parties. The conference serves as an excellent tool to clarify and resolve any potential misunderstandings early on. Although both the contractor and the agency personnel should be fully aware of the contract requirements, the post award conference ensures those involved directly in the contract administration process understand all requirements of contract performance.

Not every contract requires a formal post award conference, but there should be some form of discussion between the contracting parties after award to ensure all parties agree on the performance requirements and the administrative procedures applicable under the terms of the contract. The post award conference should NOT be used to change the terms of the contract. Agency personnel should decide if a post award conference is necessary. For less complex, low risk, low-dollar value contracts, a telephone call to the contractor may be sufficient. During the telephone conversation, the agency should review the major points of the contract with the contractor (e.g.; amount of contract, major performance milestones, deliverables, reports, meetings) and time and place of delivery.

Factors used to determine the need for a post award conference include:

- Type of contract;
- Level of risk associated with the contract;
- Contract value and complexity;
- Length of contract, period of performance and/or delivery requirements;
- Procurement history of the supplies or services required and expertise of the contractor;

- Urgency of delivery schedule;
- Agency's prior experience with the contractor;
- Any special or unusual contract requirements; and
- Any special or unusual payment requirements.

POST AWARD CONFERENCE AGENDA

It should be clearly communicated at the beginning of the conference that the purpose of the meeting is to explain or clarify contract requirements and not to make changes to the contract or re-negotiate the contract terms. The post award conference agenda should cover the following:

1. **Introduction.** Introduce all participants and identify agency and contractor key personnel.
2. **Scope.** Discuss the scope of the contract (i.e., what the agency is buying). Although this may seem overly simplistic, a total and complete meeting of the minds on this point will avoid problems during the life of the contract.
3. **Terms.** Summarize contract terms and conditions, particularly any special contract provisions. This can avoid any misunderstandings later on, and allows the contractor to gain a better understanding of the terms prior to beginning work.
4. **Requirements.** Discuss the technical and reporting requirements of the contract. The technical requirements may be discussed as part of the Scope, above. It is vital that the contractor and the agency have a meeting of the minds regarding technical requirements. The contractor must understand the importance of any reports required under the contract and the importance of submitting them in accordance with contract requirements.
5. **Administration.** Applicable contract administration procedures, including contract monitoring and progress measurement should be discussed.
6. **Rights.** The rights and obligations of both parties and the contractor performance evaluation procedures should be summarized. The agency should explain that contractor will be evaluated on their performance both during and at the conclusion of the contract and that such information may be considered in the selection of future contracts.
7. **Potential Problems.** Potential contract problem areas and possible solutions should be addressed. Any issues or contract areas that the agency believes may lead to a problem later on, or may be subject to differing interpretations, should be discussed.
8. **Payment.** Invoicing requirements and payment procedures should be discussed, especially if the payment will be made according to milestones achieved by the contractor.
9. **Authority.** The roles and responsibilities of the parties' contract managers, contract administrators, project managers, key personnel leads, and any other key staff should be identified. Agency personnel should explain the limits of their authority and obtain the same information regarding contractor personnel.

After the conference, the contract manager shall prepare a summary of the meeting for the contract file which details the topics covered. The summary shall include areas requiring resolution, a list of participants, and in particular, those individuals assigned responsibilities for further action and the due dates for those actions. Copies of the meeting summary shall be distributed to all conference participants.