



Office of Contract Management

STANDARD CONTRACT TYPES AND DESCRIPTIONS

DESCRIPTIONS: All contracts managed by the Office of Contract Management (“OCM”) will be categorized into one of the contract types below when loaded into Contracts+, WSU’s contract repository.

CONTRACT TYPES: (see last page for alphabetical list of contract type codes)

1. **Business Associate Agreement: [BAA]**

A Business Associate Agreement / Business Associate Addendum (“BAA”) sets forth the terms and conditions by which Protected Health Information (“PHI”) will be handled by business associates. The BAA satisfies Health Insurance Portability and Accountability Act (“HIPAA”) requirements, including but not limited to those described at 45 CFR 164.504(e).

Examples of Contract Titles: Business Associate Agreement, Business Associate Addendum.

2. **Master Affiliation Agreement (Multiple Programs; University-wide): [CAM]**

A broad agreement with a clinical partner wherein, during the term, the partner agrees to allow any WSU student(s) from broad program categories participate onsite to obtain clinical or practical training. Individual, specific programs are not identified.

Examples of Contract Titles: Affiliation Agreement, Affiliation Agreement (Master), Clinical Education Agreement; Education Agreement; Academic Affiliation Agreement, Master Affiliation Agreement.

3. **Clinical Affiliation Agreement (Individual Program) [CAP]**

An agreement to have WSU students enrolled in a specific (non-School of Medicine) program to participate onsite at a partnering clinical site to obtain clinical or practical training.

Examples of Contract Titles: Affiliation Agreement, Student Affiliation Agreement, Clinical Education Agreement; Education Agreement; Academic Affiliation Agreement.

4. **Continuing Medical Education Services Agreement (CME): [CME]**

An agreement between WSU another entity wherein WSU agrees to schedule, coordinate, and/or track continuing medical education (CME) for the other entity’s trainees and/or medical staff.

Examples of Contract Titles: Continuing Medical Education Services Agreement

5. **Consulting Agreement: [CON]**

An agreement to have a professional with expertise assess, evaluate, provide analysis, develop strategies, provide decision support and/or recommendations to management, provide management consulting or similar professional advisory services and/or prepare a report or presentation that summarizes the consultant’s work, recommendations or conclusions; the consultant may prepare or create intellectual property (e.g., prepare written materials, graphics, or other visual materials).



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Examples of Contract Titles: Agreement for Consultant Services, Agreement for Professional Consulting Services, Consulting Agreement.

6. **Data Use Agreement:** [DUA]

An agreement that establishes guidelines pursuant to which certain entities may use and receive a limited data set (“LDS”) from a HIPAA covered entity. See 45 CFR 164.514(e).

Examples of Contract Titles: Data Use Agreement.

7. **Equipment/Property - Lease Agreement:** [EQL]

An agreement for an entity to lease equipment or other personal property from another entity.

Examples of Contract Titles: Equipment Placement Agreement, Equipment Lease Agreement, Lease, Rental Agreement, Capital Equipment Lease, Operating Lease.

8. **Equipment - Maintenance and Support Services Agreement:** [EQM]

An agreement for preventive maintenance, service, and/or repair of equipment.

Examples of Contract Titles: Equipment Service Agreement, Service Agreement.

9. **Graduate Medical Education Affiliation/Support Agreement (WSU Sponsored Program):** [GME]

An agreement between WSU (as the sponsor of a Graduate Medical Education (“GME”) program) and a clinical partner, wherein the clinical partner agrees to provide financial support of WSU’s residents while they work on-site at the clinical partner’s facilities.

Examples of Contract Titles: Graduate Medical Education Affiliation Agreement (Master, or otherwise), Agreement for Clinical Rotations.

10. **Graduate Medical Education Teaching Agreement (Non-WSU Sponsored Program):** [GMT]

An agreement between WSU and a sponsor of an external graduate medical education (“GME”) program, wherein WSU agrees to provide teaching services in support of such non-WSU GME program.

Examples of Contract Titles: Master Teaching Agreement, Graduate Medical Education Affiliation Agreement, Teaching Agreement, Academic Services Agreement.

11. **Hospital System Affiliation Agreement:** [HSA]

An agreement between WSU and a hospital-system entity, affiliating with relation to various health-science purposes, which may include (depending on the nature of the agreement) undergraduate medical education, graduate medical education, nursing, pharmacy, other health science programs, and/or research. Substantive details regarding each of these sub-categories are found in the various attachments to the HSA.

Examples of Contract Titles: Hospital System Affiliation Agreement



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12. **Independent Contractor Agreement:** [ICA]

An agreement pursuant to which WSU and another entity agree that one (the “Providing Entity”) will provide the other (the “Receiving Entity”) with an employee or multiple employees, who will provide certain services (often a specific piece of work) on behalf of the Receiving Entity in exchange for payments that the Receiving Entity will make to the Providing Entity during the term. The workers remain employees of the Providing Entity only. The Receiving Entity does not have control over the processes or methods used by the workers, except to the extent specifically agreed in the Independent Contractor Agreement. The Receiving Entity provides the objective which it desires the workers to achieve, and determines if the workers have done so acceptably. These agreements may look very similar to Leased Employee Agreements or Professional Services Agreements; careful analysis is required to determine the difference.

Examples of Contract Titles: Independent Contractor Agreement, Professional Independent Contractor Agreement.

13. **Implementation Agreement:** [IMP]

An agreement whereby WSU affiliates with a clinical practice group and officially designates the group as a recognized clinical service group supporting WSU’s graduate and undergraduate medical education programs, and the group agrees to abide by the Dean’s Guidelines.

Examples of Contract Titles: Implementation Agreement

14. **Leased Employee Agreement:** [LEA]

An agreement pursuant to which workers who are officially employed by a one entity (the Lessor), which is responsible for overseeing all HR-related functions, are provided to another entity (the Lessee). Employment responsibilities are often shared between the Lessor and the Lessee: The Lessee retains essential management control over the work performed by the leased employees, while the Lessor retains responsibility for work such as reporting wages and employment taxes. The Lessee makes payments to the Lessor in amounts that cover, among other things, payroll, taxes, benefits and administrative fees related to the leased employees. The workers actually perform all work for the Lessee. These agreements may look very similar to Independent Contractor Agreements or Service Agreements; careful analysis is required to determine the difference.

Examples of Contract Titles: Leased Employee Agreement, Leased Services Agreement, Employment Leasing Agreement

15. **Real Estate – Lessee Agreement:** [LEE]

An agreement by which WSU agrees to rent the space or property owned by another individual or entity in exchange for WSU making scheduled payments for the term.

Examples of Contract Titles: Commercial Lease Agreement, Lease Agreement; Rental Agreement.



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16. Real Estate – Lessor Agreement: [LOR]

An agreement by which another individual or entity agrees to rent space or property owned by WSU in exchange for making scheduled payments to WSU for the term.

Examples of Contract Titles: Commercial Lease Agreement, Lease Agreement; Rental Agreement.

17. Memorandum of Understanding / Letter of Intent: [MOU]

A Memorandum of Understanding formalizes an arrangement or understanding regarding a particular transaction, and documents the transaction's key terms and provisions. It could be binding or nonbinding and can be used in situations where the parties are still negotiating the definitive agreement. A Letter of Intent memorializes the intent of parties to enter into a formal contract at a later point in time – it can be thought of as an “agreement to agree”. All deal terms are typically nonbinding except for the confidentiality provision. It is important to note that documents may be titled “Memorandum of Understanding” or “Letter of Intent”, but have the effect of a more formal category of contract, and should be categorized as such. Careful analysis of anything entitled MOU or LOI is required.

Examples of Contract Titles: Letter of Intent, LOI, Memorandum of Understanding, MOU.

18. Confidentiality / Non-Disclosure Agreement: [NDA]

An agreement between WSU and another individual or entity that allows them to exchange confidential and proprietary information according to defined parameters that require them to maintain the information's confidentiality.

Examples of Contract Titles: Confidentiality Agreement, Mutual Non-Disclosure Agreement, Unilateral Non-Disclosure Agreement, Non-Disclosure Agreement, NDA, CNDA.

19. Non-Recurring (One-Time Only): [NONREC]

This is a category of contracts that may or may not be procurement related, but are always for one-off/miscellaneous transactions that do not involve an ongoing relationship or any type of recurring transaction. The use of this contract is limited to users designated by Procurement & Strategic Sourcing

20. Services Agreement: [PSA]

An agreement pursuant to which WSU and another entity agree that one (the “Providing Entity”) will perform certain services for or on behalf of the other (the “Receiving Entity”) in exchange for payments that the Receiving Entity will make to the Providing Entity during the term. The workers remain employees of the Providing Entity *only*. These agreements may look very similar to Independent Contractor Agreements and/or Leased Employee Agreements; careful analysis is required to determine the difference

Examples of Contract Title: Professional Services Agreement, PSA, Services Agreement



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21. Settlement Agreement: [SET]

An agreement that resolves a dispute.

Examples of Contract Titles: Release of Claims, Settlement Agreement, Settlement and Release Agreement.

22. Software / License Services Agreement: [SLA]

An agreement for the licensing of physical software or for software as a service (“SaaS”), both of which may include maintenance and support services.

Examples of Contract Titles: Software Subscription Agreement, Software License Agreement, Software Maintenance and Support Agreement.

23. Salary Reimbursement Agreement: [SRA]

An agreement whereby WSU agrees to allow certain of its employees to perform services that benefit another entity, and the other entity agrees to reimburse WSU for the employment costs of the relevant employee(s) in an amount proportionate to the amount of time the employee(s) spend performing work that benefits the other entity.

Examples of Contract Titles: Salary Reimbursement Agreement, SRA

24. Staffing / Recruiting Agreement: [STA]

An agreement with companies to recruit and find new employee candidates and/or provide short-term workers (e.g., temporary nurses).

Examples of Contract Titles: Agreement for Recruiting Services, Recruitment Services Agreement, Retained Search Agreement, Temporary Staffing Services Agreement, Clinical Staffing Services Agreement.

25. Subcontracted Services Agreement: [SUB]

An agreement between WSU and another entity where one (the “Subcontractor”) agrees to perform work that the other (the “Contractor”) is obligated to perform under an agreement (the “Master Agreement”) that the Contractor has with a third entity.

Examples of Contract Titles: Subcontract, Subcontract Agreement

26. Real Estate – Timeshare Agreement: [TIM]

An agreement by which WSU and another entity agree to share the use of a premises. By virtue of the Timeshare Agreement, each entity has an exclusive right to use the unit during the specified period defined by the agreement (e.g., from 12:00pm – 5:00 pm each Thursday and Friday).

Examples of Contract Titles: Commercial Timeshare Agreement, Timeshare Agreement.



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CONTRACT TYPE CODES – ALPHABETIC LIST

[BAA]	Business Associate Agreement
[CAM]	Master Affiliation Agreement (Multiple Programs; University-wide)
[CAP]	Clinical Affiliation Agreement (Individual Program)
[CME]	Continuing Medical Education Services Agreement (CME)
[CON]	Consulting Agreement
[DUA]	Data Use Agreement
[EQL]	Equipment - Lease Agreement
[EQM]	Equipment - Maintenance and Support Services Agreement
[GME]	Graduate Medical Education Affiliation/Support Agreement (WSU Sponsored Program)
[GMT]	Graduate Medical Education Teaching Agreement (Non-WSU Sponsored Program)
[HSA]	Hospital System Affiliation Agreement
[ICA]	Independent Contractor Agreement
[IMP]	Implementation Agreement
[LEA]	Leased Employee Agreement
[LEE]	Real Estate – Lessee Agreement
[LOR]	Real Estate – Lessor Agreement
[MOU]	Memorandum of Understanding / Letter of Intent
[NDA]	Confidentiality / Non-Disclosure Agreement
[NONREC]	Non-Recurring (One Time Only)



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[PSA]	Services Agreement
[SET]	Settlement Agreement
[SLA]	Software / License Services Agreement
[SRA]	Salary Reimbursement Agreement
[STA]	Staffing / Recruiting Agreement
[SUB]	Subcontracted Services Agreement
[TIM]	Real Estate – Timeshare Agreement