

Purchasing and Strategic Sourcing

Vanderbilt University Supplier Procedures

1.0	Doing Business with Vanderbilt University	2
2.0	Purchasing Organization	2
3.0	Purchasing Authority and Mission	2
4.0	Gifts and Gratuities	3
5.0	Contracts and Purchase Order Authorization	3
6.0	Purchase Order Terms & Conditions	4
7.0	Payment Terms	
8.0	Invoice Payments	4
9.0	Equipment Evaluations	5
10.0	Compliance with Laws	5
11.0	Confidentiality	5
12.0	Compliance with International Tax Law	6
13.0	Insurance Requirements	6
14.0	Supplier Online Application	7
15.0	Approved Suppliers	8
16.0	Diverse and Small Business Enterprises	8
17.0	Background Check Policy Requirements	9
18.0	Campus Plant Operations and Campus Planning & Construction	9
20.0	Trademark Licensing	9
21.0	Campus Map	. 10
22.0	Parking Policy and Delivery / Parking Map	



Purchasing and Strategic Sourcing

1.0 Doing Business with Vanderbilt University

The following procedures explain the process for conducting business at Vanderbilt University. The process and requirements for becoming a Vanderbilt supplier are also explained.

2.0 Purchasing Organization

The responsibility for the purchase of products, supplies, furniture, equipment, vehicles, and services at Vanderbilt University is assigned to Purchasing and Strategic Sourcing. For the purposes of this policy and procedure document, the terms "Purchasing", "Purchasing Services" and "Purchasing and Strategic Sourcing" will be used interchangeably.

2.1 Purchasing Services

Purchasing Services is the primary organization responsible for the purchase of all general supplies, furniture, equipment, vehicles, and services for the university. This includes but is not limited to the following:

- Capital equipment purchases, leases and maintenance agreements
- Construction and maintenance project contracts
- Professional and trade services
- · Performing Artists and Speaker engagements
- · Forms and Printing services
- Furniture and interior design services
- Information Technology hardware, software and services
- Research Laboratory equipment, supplies and services
- · Logistics services
- Maintenance / Repair / Operations (MRO) supplies and services
- Office supplies
- Office equipment (copiers, faxes, printers, postal equipment, etc.)
- Security services and supplies
- · Telecommunications products and services
- Travel services and university event contracts
- · Vehicles and transportation services
- Waste management, recycling services

The Purchasing Services' office location and contact information are as follows:

110 21st Avenue South Suite 900, Baker Building Nashville, TN 37203-2406 Phone:615.675.3776

Fax: 615.343.6468

3.0 Purchasing Authority and Mission

Purchasing and Strategic Sourcing is part of Purchasing and Payment Services, a department in the Office of the Vice Chancellor for Finance, Information Technology and Chief Financial Officer. The university has delegated certain responsibilities for the administration of purchasing policies and procedures to the Senior

Director of Purchasing and Payment Services and Director of Purchasing and Strategic Sourcing. Purchasing Services has the delegated authority and responsibility to:

- Manage the assessment and selection process for all approved suppliers
- Negotiate contract terms and conditions
- · Review, award, and sign contracts for the purchase of products and services
- Review, award and sign equipment and vehicle leases
- Execute all purchase orders, regardless of format, process or amount
- Conduct bids for general use products and services, as well as support department-specific sourcing projects
- Manage the ongoing business relationship with key suppliers

Purchasing Services is responsible for overseeing the commercial relationships between Vanderbilt University and our suppliers and ensuring that all aspects of our relationships are held to the highest ethical and professional standards. Our suppliers contribute significantly to the ongoing success of Vanderbilt University and we in turn actively support our suppliers and help them achieve their objectives. The inclusion and promotion of small and minority-owned business enterprises is one example of this support.

Purchasing Services is also leading the conversion to modern eCommerce purchasing technologies, including electronic ordering and invoicing using Oracle Cloud Procurement. Future business growth will be with those suppliers who embrace eCommerce as part of their customer service strategy.

Purchasing's mission is to cooperatively develop and execute sourcing strategies with Vanderbilt University departments for high value products and services that meet or exceed University requirements, and to perform services to the highest ethical and professional standards. Purchasing Services:

- Provides leadership through contract negotiation, supplier management and conversion to modern eCommerce purchasing technologies
- Promotes small and diverse business enterprises
- Supports the University's commitment to environmental responsibility
- Supports the University's commitment to outreach to the local business community
- Assists departments involved in federal contracts and grants in maintaining compliance to all applicable regulations

4.0 Gifts and Gratuities

The Vanderbilt University strives to maintain the highest standards of ethical conduct in its dealings with its business associates, including vendors and potential vendors, customers and business partners. Acceptance of gifts may create conflicts of interest and has the potential to influence decisions. University employees, and their immediate family members, are prohibited from receiving gifts from outside organizations, vendors or individuals, with few exceptions. Federal regulations, which govern procurement under contracts and grants, impose a like prohibition mandated by Public Law 99-634, known as the "Anti-Kickback Enforcement Act of 1986." "Kickback" is defined as any money, fee, commission, credit, gift, gratuity, thing of value, or compensation of any kind that is provided by a supplier, directly or indirectly, to any employee for the purpose of improperly obtaining or rewarding favorable treatment in connection with procurement under a federal contract or grant. Employees are expected to uphold the integrity of the institution while conducting business with outside organizations, vendors and individuals. All employees are expected not to compromise any business transaction, even in appearance, in exchange for personal benefit such as gifts.

5.0 Contracts and Purchase Order Authorization

5.1 University Signature Authorization

The University Signature Authorization Policy specifically restricts the authority to negotiate and sign contracts for most products and services to general officers of the university, their delegates and Purchasing Services. Department administrative staff and faculty do not have delegated authority to sign contracts or otherwise make commitments to suppliers for the purchase of products or services. To be valid, all contracts must be signed by duly authorized university personnel. Contracts signed by non-authorized personnel will not be considered valid or enforceable. Suppliers are expected to confirm all contracts with Purchasing Services prior to execution.

5.2 Authorized Orders

All purchases of products or services by Vanderbilt are authorized by the following methods:

	Primary Applications		Comments
Oracle	All general supplies,	Approved suppliers in Oracle	Primary method for ordering
Purchase	services and capital	System. No order size limits.	most products services and
Orders	equipment		equipment
Purchase Card (One Card)	Non-contract low-dollar, retail spending; travel	Varies by department but most cards limited in scope and amount	Generally not used with suppliers set up for eProcurement

All purchase orders must be authorized and issued by Purchasing Services prior to the delivery of products or the performance of services. University departments are delegated limited authority to use the One Card within the limits of the respective programs.

5.3 Unauthorized Orders

University policy requires all authorized orders to be processed by one of the methods described above. The following *will not be considered legitimate orders and invoices associated with them cannot be honored:*

- Invoices that do not reference a valid, authorized Vanderbilt Purchase Order number (valid POs start with a "P").
- Supplier quotations or contracts signed by an unauthorized Vanderbilt employee
- Invoices that reference a Vanderbilt requisition number. Requisition numbers are for internal, Vanderbilt-only use and are not authorized purchase orders. Requisition numbers start with an "R".
- Verbal orders, orders referencing email or fax correspondence from Vanderbilt personnel or other nonauthorized documentation

6.0 Purchase Order Terms & Conditions

All orders issued by Vanderbilt University are governed by the standard <u>Purchase Order Terms and Conditions</u>. Suppliers must accept these PO Terms and Conditions as a prerequisite for doing business with Vanderbilt University.

7.0 Payment Terms

Vanderbilt University's standard payment terms are Net 45 Days from the date of the invoice. Vanderbilt will consider accepting cash discounted payment terms if offered.

8.0 Invoice Payments

Invoices are processed by Vanderbilt University Payment Services in accordance with the purchase order payment terms. Invoices should be sent to Payment Services via cXML oremail as follows:

For invoice submissions only: invoices@vanderbilt.edu

For questions related to your invoice(s): paymentservices@vanderbilt.edu

Suppliers must send **original** invoices to the <u>invoices@vanderbilt.edu</u> email address. Suppliers may also send a simultaneous **copy** to departmental contacts. Emails sent to the invoices@vanderbilt.edu email address may contain multiple attachments, but each attachment must include only one, unique invoice.

Invoices must be legible, submitted in portrait orientation and include the following key control elements (i.e., printed – not handwritten – on the document):

- Supplier name and address;
- Invoice date;
- Invoice number; This number must be unique.
- Purchase order number; and
- Description of the goods and/or services provided.

9.0 Equipment Evaluations

Equipment furnished by suppliers for the purpose of evaluation by departments prior to making a purchasing decision must be covered by the standard Vanderbilt Equipment Evaluation Agreement in advance of the equipment's delivery. This standard agreement addresses the duration, evaluation criteria, future purchase price and the conditions for returning or retaining the equipment. This agreement must be reviewed and approved by Purchasing Services prior to the delivery of any equipment. After the agreement has been executed, Purchasing will issue a "no charge" purchase order to record our possession of the equipment for insurance purposes. If the department elects to purchase the equipment, a separate capital equipment contract and purchase order will be issued, replacing the evaluation agreement and no charge purchase order. If the equipment is returned, the no charge purchase order will be canceled.

10.0 Compliance with Laws

Vanderbilt requires all suppliers to represent, warrant, and covenant that they are in full compliance with the Immigration Reform and Control Act of 1986, as amended, and will only provide Vanderbilt with personnel whose employment eligibility has been verified. Suppliers also must warrant that they are in compliance with all applicable Federal, state, and local laws, as amended, including 41 CFR 60-1.4, CFR 60-250.4, and 41 CFR 60-741.4, with respect to nondiscrimination in employment on the basis of race, religion, color, national origin, or sex, equal opportunity, affirmative action, disability, and employment of disabled veterans, and veterans of the Vietnam era. Suppliers are required to notify Vanderbilt in writing of any known or suspected violations of law, including without limitation, violation of the Federal False Claims Act or the Tennessee False Claims Act.

11.0 Confidentiality

As a private, non-profit higher education institution, Vanderbilt University is not required to disclose contracts, RFP documents, proposals, or other information to outside parties. All such materials are considered confidential and all requests for access to these materials will be declined. All suppliers are expected to maintain the confidentiality of all materials and correspondence with Vanderbilt regardless of whether or not any actual business is conducted.

12.0 Compliance with International Tax Law

All suppliers are expected to be in compliance with the Internal Revenue Code §§1441 and 1442 and provide Vanderbilt with a Form W-8 or W-9 as required. Suppliers must also ensure that the tax forms provided to Vanderbilt are properly completed, signed and dated as required under the IRC. The Vanderbilt office of Global Support Services (GSS) website has additional tax information for non-U.S. suppliers doing business with Vanderbilt regardless if the work is performed at Vanderbilt or outside the USA. International Business Visitor requirements

13.0 Insurance Requirements

Suppliers and contractors may be required to have specific insurance coverage as a prerequisite for doing business with Vanderbilt. Below are the standards of coverage required and the standard language to be included in all contracts with the University:

During the term of this Agreement, Supplier shall maintain the following insurance coverage with limits not less than the amount specified and, if subcontracting is permitted, Supplier shall require its subcontractor to maintain similar insurance coverage whenever subcontractors' personnel are upon Vanderbilt's premises:

Workers' Compensation with statutory limits and Employers Liability with limits of \$500,000 per accident, \$500,000 per illness per employee and \$500,000 per illness aggregate.

Commercial General Liability insurance for bodily injury, property damage including products and completed operations, and personal and advertising injury with minimum limits of \$1,000,000 each occurrence, \$2,000,000 aggregate, \$2,000,000 products and completed operations, \$1,000,000 personal and advertising injury limits.

Automobile liability insurance (including owned, non-owned, and hired vehicles) with a combined single limit for bodily injury, death, and property damage of not less than \$1,000,000 per occurrence.

Umbrella/Excess Liability with a \$5 million per incident; and shall be in excess of Commercial General Liability and Automobile Liability.

Vanderbilt should be included as "additional insured" on the general liability and auto liability policies. The following is the proper wording that will need to be used: "Vanderbilt, for the benefit of itself and its affiliated entities and their respective officers, directors, employees, representatives and agents, are named additional insureds. The liability coverages shown on this certificate are primary, non-contributing and contain waivers of subrogation against any coverage held by Vanderbilt."

Supplier shall furnish Vanderbilt with certificates of insurance, which provide sufficient information to verify that Supplier has complied with the insurance requirements of the above Paragraph. Such certificates shall indicate that Vanderbilt will be given at least thirty- (30) days' advance written notice of any material change or cancellation of any policy and that the required waiver of subrogation or additional insured has been endorsed on the applicable policies. Supplier shall not commence the rendering of any Deliverables on Vanderbilt's premises or permit its subcontractors to do so until the required insurance is obtained.

14.0 Supplier Online Application

Purchasing Services has established a <u>Supplier Self-Registration</u> portal to allow potential suppliers to submit an electronic profile on their company, products and services. These profiles are routinely reviewed by Commodity Managers to determine if they meet a specific need or are otherwise compatible with university requirements. All applications will be responded to within 5 business days of receipt. If an applicant has not had a response within 5 business days, they may contact <u>supplierrecords@vanderbilt.edu</u> to make an inquiry about their application. This online application process is the most efficient means for suppliers to solicit business with Vanderbilt University. Supplier phone calls, email solicitations and personal sales calls will be directed to the online application process before any business discussions will take place.

The following information is required during Self-Registration:

Tax Forms:

A completed, signed, and dated W9/W8 form is required for all supplier records. We require
the most up-to-date revision of these forms. The revision date can be found in the upper
left-hand corner of the form. Please see the chart below to identify the appropriate IRS
form for you to complete:

Vanderbilt University cannot give tax advice, if the you have questions about tax forms you should contact your CPA or visit the IRS' website for more information

should contact your CPA or visit the <u>IRS_website</u> for more information.				
IRS Forms	Description of Form			
<u>W-9</u>	Request for Taxpayer Identification Number and Certification, U.S. citizens.			
(W9 Example)				
W-8BEN	W-8BEN Certificate of Foreign Status of Beneficial Owner for United States Tax Withholding and Reporting (Individuals)			
(W8BEN Example)				
W-8BEN-E	Certificate of Foreign Entities Status of Beneficial Owner for United States Tax Withholding and Reporting (Entities)			

Payment Forms:

- ACH information is preferred when paying commercial suppliers. If a commercial supplier
 wishes to be paid by check, please make a note stating that you prefer check payment
 during the registration process.
- A signed <u>International Wire Form</u> is required when paying a supplier that resides outside
 of the United States. Vanderbilt is unable to mail checks outside of the U.S., with the
 exception of Canada. Foreign suppliers are welcome to use a bank within the United
 States for direct deposit.

Insurance Form / COI:

All commercial suppliers or non-individual suppliers will be required to provide evidence
of general liability insurance including product liability if it is applicable to their scope of
work. Please provide a copy of your certificate(s) of insurance.

Contact Information:

- Administrative contact this includes a name, phone number, and email address.
- Accounts Receivable contact this includes a name, phone number, and email address. You will be asked for an email address for remittance advice.
- Sales Department contact this includes a name, phone number, and email address. You will be asked for an email address for purchase orders.

Physical Addresses:

- Physical address for the Supplier's headquarters.
- Physical address for the Supplier's accounts receivable department if different than the Supplier's headquarters.
- Physical address for the Supplier's purchasing department if different than the Supplier's headquarters.

Disadvantaged and Small Business Enterprises:

 All Suppliers will be asked to provide relevant Federal and State Disadvantaged Business Enterprise ("DBE" or "minority") and Small Business Enterprise certification documentation, if applicable. Please have a copy of your certification(s) available upon registration. Vanderbilt University does not accept self-certifications.

15.0 Approved Suppliers

Companies that submit their profiles using the online Supplier Self-Registration process are reviewed and classified by Purchasing Services according to the following matrix:

Spend Authorized Suppliers	Formal contract (typically vetted through an RFP process) Pricing agreement Non-strategic product or service Unique product or service
Prospective Suppliers	Approved for limited list of products or services, sole source supplier. Use may be restricted to individual departments
Not Approved	No current or forecasted requirements Conflicts with existing contract supplier programs Pricing, quality, terms & conditions not competitive or acceptable Prior Vanderbilt experience or references not favorable

16.0 Diverse and Small Business Enterprises

In April 1995, Vanderbilt University formalized a supplier diversity initiative by establishing a Supplier Diversity Program (SDP). Since that time, Vanderbilt has committed to incorporating supplier diversity into the fabric of the University supply chain with the principle mission of empowering departments to provide equal access to business opportunities for disadvantaged and small business enterprises.

Supplier Diversity objectives are:

- Create a quality process for all stakeholders including a plan of action to monitor,
 achieve, and report business diversity activities.
- Develop new, creative and innovative means to utilize minority-owned and small businesses enterprises including but not limited to minority-owned, women-owned, veteran-owned, HUBZone, and small business enterprises.
- Establish cost-effective relationships that will ensure that Vanderbilt University realizes
 the benefits of competitive pricing and quality products and services.

The University is committed to extending business opportunities to disadvantaged business enterprises. Supplier diversity initiatives are managed by Purchasing Services.

17.0 Background Check Policy Requirements

Background checks are required for all contractors, consultants and suppliers doing work for Vanderbilt unless formal written exception is provided by Purchasing Services. It is also a condition of contract renewal for current contractors who have not previously completed a background check. Background checks are required whether or not the work is actually performed on Vanderbilt's campus or offsite unless formal written exception is provided by Purchasing Services.

- Corporate contractors are covered by a formal background check clause (see below) added to standard Vanderbilt contract templates, affirming their assigned personnel have passed the background check requirements
- Individual (sole proprietor) contractors must engage services of Vanderbilt's designated background check service provider
- Contractor pays the service fee to the background check service provider (not reimbursable by Vanderbilt, unless formal written exception is provided by department)
- Background check service providers sends the report results to Purchasing for evaluation / approval

No work may be started until the review and approval process has been completed and the contract has been signed by Purchasing and the contractor.

17.1 Background Checks Contract Clause. CONTRACTOR shall, at its expense, perform local, state and federal background and reference checks, including criminal background checks, on all prospective employees to be assigned to Vanderbilt, for every county of residence of prospective employees for the past 7 years. Such checks shall include any convictions involving any violent crime, any crime involving theft, possession, receipt of stolen property or sale/use or possession of drugs. CONTRACTOR agrees not to refer or place at Vanderbilt University any individual having such a criminal record during the 7 year period preceding placement at Vanderbilt University, unless VANDERBILT specifically agrees.

VANDERBILT reserves the right to have CONTRACTOR remove any employee from placement at Vanderbilt University if such individual is arrested, charged or convicted of such crimes while placed at Vanderbilt University or has determined to falsify their application to conceal their information in anyway.

18.0 Campus Plant Operations and Campus Planning & Construction

Suppliers or Contractors doing business with Plant Operations should also refer to the <u>new vendor</u> <u>information packet</u> for campus plant suppliers.

20.0 Trademark Licensing

Suppliers are not permitted to use Vanderbilt University's name, trademarks, logos or images in any marketing or advertising media, including presentations, websites, printed materials or other forms without written permission from the Vanderbilt University <u>Trademark Licensing Office</u>

21.0 Campus Map

Vanderbilt provides an interactive <u>campus map</u> for your convenience.

22.0 Parking Policy and Delivery / Parking Map

Parking policies for suppliers and contractors is determined by the VU Traffic and Parking department.

Parking Services Policy

A Map detailing all loading docks, service entrances and other entrances suitable for commercial deliveries is located at <u>Supplier Delivery / Parking Map</u>