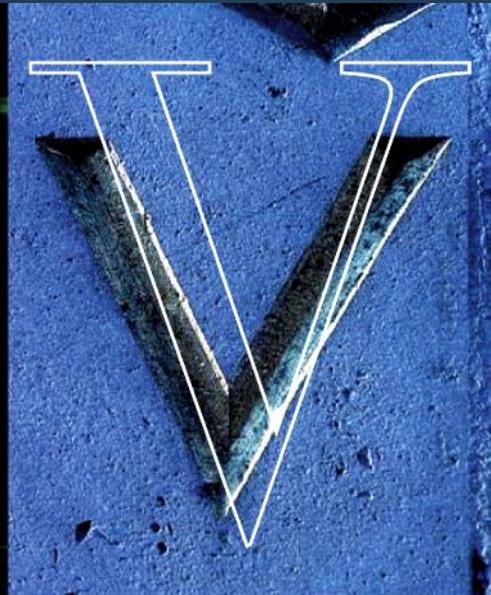
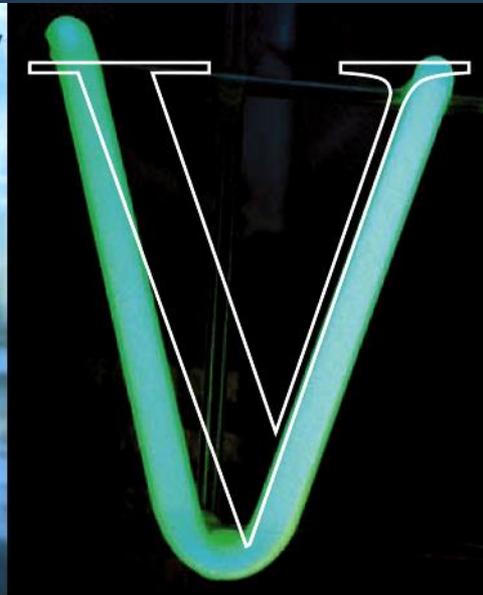
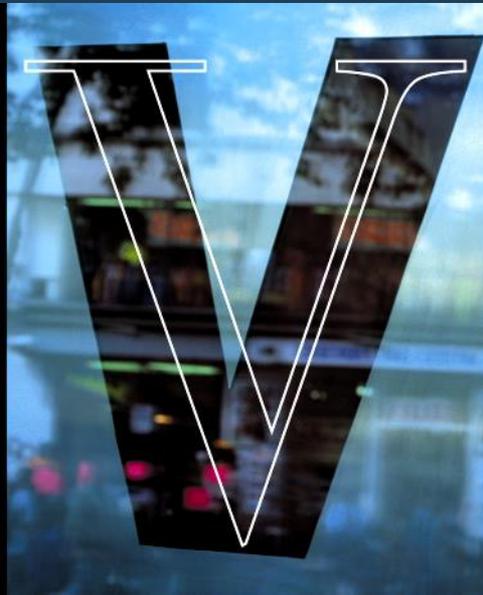
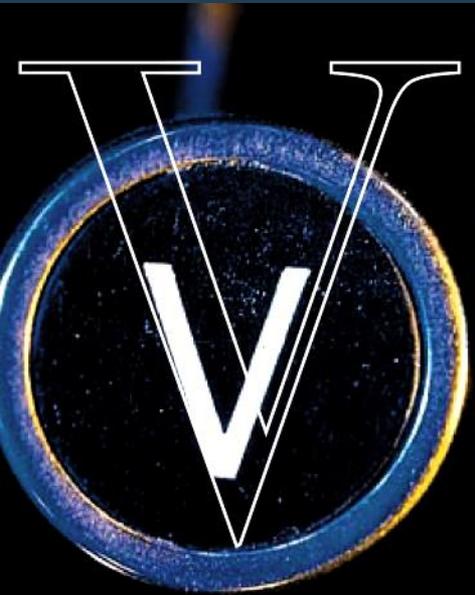


VENABLE[®]_{LLP}

Electronic Contracting: creating legally binding agreements

Caryn Pass, presenter
NYS AIS Business Manager Conference
May 2014



rules

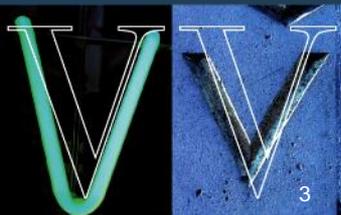
- Information is power
- Fear is the enemy
- Culture is key
- Legal Exposure involves a Risk/Benefit Assessment
 - No such thing as Zero Risk
 - How much risk are you willing to take?
 - Belt, Suspenders, Safety Pin your shirt tails to the bottom of your briefs
- Deep Cleansing Breaths

*Wise In The
School World*



overview

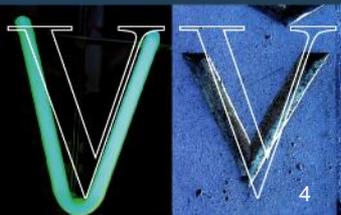
- **What have we learned about e-contracting?**
- **Objective of enrollment contract**
 - Collect tuition
 - Establish Rules (reporting to colleges)
 - Obtain permissions (use of photos, attend field trips)
- **Benefits**
 - Ease of maintenance
 - “We can’t find the enrollment contract”
 - Tracking of returns much easier
 - Quicker return by parents
 - Sustainability
- **Legally Enforceable Document**
 - Compliance with state, federal, and common law
 - Establish **AUTHENTICITY** of document



e-contracting operations

- Policy
 - Create e-contracting process
 - Draft written policy outlining the process
 - Include ALL steps
 - Follow consistently
 - Use in court to establish authenticity of document

- Vendors who process contracts
 - Many vendors assist in process
 - Confirm process with legal counsel
 - Vendors will follow your direction
 - Care taken to confirm legal compliance
 - Red Flag if appropriate



elements of authenticity

- Process for access to system
 - Secure identity
- Notification and Consent to enter e-contract
- Selection and confirmation of choices
- Ability to review, modify and confirm elections
- Confirmation of school's receipt and acceptance
- School's inability to modify agreement
- Vendor, policy and process issues



securing identity

■ **identity confirmation**

- reasonable assurance access to system secure
- log on and access process

■ **questions to consider**

- can school log on as parent?
- IDs and passwords changed from year to year?
- how are new parents given ID and password?
- how are parents notified of the ID and password?
- is there a method for changing the password?
- what is the system for obtaining a new password if forgotten?
- generated by school or third party?
- requests for new passwords tracked?
- how are multiple participants addressed? (require signatures by two parents, divorce and custody challenges)



consent to enter e-contract process

- first window after log in
- include:
 - brief description of e- contract process
 - binding legal document
 - ability to exit process
- appears on “final” agreement
- paper option
- contact information for questions
- foreign language
 - notification in multiple languages of contractual obligation
 - suggest assistance with translation
- ***Exit OR Agreement and next step in process***



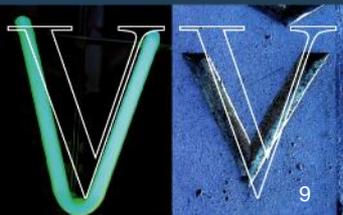
confirming selections and links

- **method for confirming selections**
 - Yes/no buttons
 - Accept buttons
- **selection**
 - **required to move forward**
 - **appears on “final” document**
- **links to vendors***
 - notification of transfer to vendor site
 - ability to recapture information in main document
 - notification when return to school’s site
 - References to:
 - tuition refund plan; tuition payment vendors; financial aid awards
 - payments of deposits or first installments
 - banks or credit card companies
 - confirm process at linked sites
 - (**RED FLAG CONFIRMATION*)



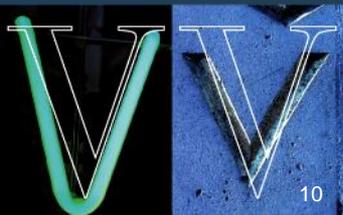
review and modification prior to submission

- **ability to review and modify prior to final submission**
 - like amazon purchase
- **provide complete draft document**
 - all information including linked sites
- **ability to modify any and all selections**
- **identify areas not completed**
 - all sections must be completed prior to final submission
- **prevent modification of fixed terms**
 - name of student, tuition amount, grade, school year
- ***Exit or Proceed to execution of Agreement***



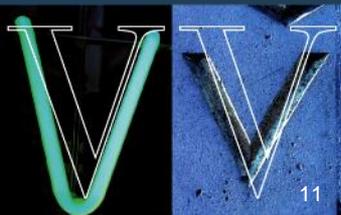
execution of document

- before execution
 - encourage printing fully executed agreement for records after execution
 - notification of forthcoming email confirmation
 - contact school if email not received
- include language confirming:
 - consent to enter into a binding legal document
 - information provided is true and accurate
 - compliance with all terms and conditions
 - agreement to execute by electronic means
 - execution format equivalent of official signature
 - any details related to deposit obligations
- ***Exit or Proceed to execution of Agreement***



who executes

- Hot Enrollment Contract Question
- Risk Assessment
- Who signs?
 - party responsible for payment of tuition?
 - party with ability to act in behalf of child?
 - Both, all or only parent(s)?
 - Divorce, custody, single,
- Issues with signatures of multiple parties
 - separate log in
 - 2nd party can't modify existing document
 - only valid if both signatures
 - signature police
 - consent by executing party that they have authority to sign in behalf of spouse



following execution of agreement

- print or save copy of agreement for records
- notification of forthcoming email confirmation
 - contact school if email not received by [date/time]
- either school or vendor sends email confirmation
- email
 - confirms receipt and acceptance by school
 - confirmation if additional steps required
 - if contract contingent upon payment notice of follow up email confirmation
 - attach PDF or link to location PDF stored
- school receives contract in PDF
 - school without ability to change, modify or write on agreement
- keep email as proof of confirmation of agreement



contact information

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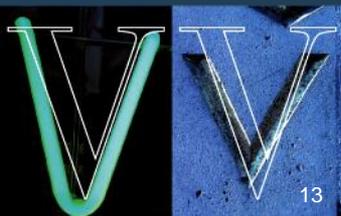
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wise in the school world

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the road ahead
is bright

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