The Contract Manager is responsible for managing the contract workflow within a particular division or department. The Contract Manager reviews Contract Requests and ensures that all appropriate preliminary information and forms have been completed, then creates the contract record within TCM, completes additional header information, and assigns an Office of General Counsel representative to facilitate the contract. After OGC review and approval the contract is sent out for e-signature.

Begin reviewing the How to Guide at Step 1 to approve a Contract Request and create a contract record in TCM. To initiate a contract in TCM, a Contract Request will need to be completed and submitted (see the Reference Guide for Contract Requesters for assistance in completing the Questions and Header). Once the Request is submitted and has been reviewed based upon Risk Elements or ITS Components, proceed at Step 1.

1. **Access Total Contract Manager.**
   - Test Environment (test contracts): baylor.edu/tcmtest
   - Live Environment (live contracts): baylor.edu/tcm

   Enter your Bear ID and Password to log in.

2. **Action Items & Notifications.** There will be a red box beside the Action Items on the top of the screen. Click on **Action Items** and then **Contract Request Approvals**. Click on the Folder dropdown arrow then either the **Form Number** or the **Name** to view the Contract Request.
3. **Review the Request.** Review the Contract Request and the proposed Contract by clicking through the tabs on the left side of the screen. In addition, click on the **Discussion** tab on the left side of the screen to see any messages sent from the Contract Requester.

4. **Approve/Reject the Request.** Click on the Contract Request Workflow tab on the left side of the screen to view the Contract Request Approval. If the Contract Request is complete, accurate, and ready for approval, click on the Contract Request Actions dropdown arrow and click **Approve/Complete**.

   **Note:** If the Contract Request is missing information and/or is inaccurate, click **Assign to Myself**. Once assigned, the Contract Request can be rejected (the Contract Request is **Denied** completely), forwarded, put on hold, or returned to the Requester (More information may be supplemented by the requester and resubmitted).

If the Requester needs to supplement or correct information, the Contract Manager should click **Return to Requester**, to allow the Requester to supplement the record. Please also make a note in the Discussion tab explaining the reasons for returning the Contract Request.

5. **Navigate to an Unapproved Request.** Navigate to a Contract Request under review by clicking on the Papers icon on the left side of the screen, then on **Document Search**, and **Search Documents**. Set the search to Contract Requests and click **Go**, then select the Request you were reviewing.
6. **Create the Contract.** After approving the Contract Request, click *Create Contract.*

7. **Contract Type.** Select the appropriate Contract Type by clicking the list icon and the dropdown arrow under Baylor University. Click *Save Changes* and then *Next.*

The Contract Name should be *ATH – Healthy Snacks – Vending,* which is the department abbreviation, second party, and subject of the contract. Department abbreviations can be found in the Contract Requester Reference Guide.

**Note:** Some contracts may fall under multiple categories. Select the Contract Types which best fits the description of the contract. Below are some helpful information:

a. **Acquisition of Goods or Equipment:** Baylor buying goods or equipment (goods are primary purpose);

b. **Acquisition of Services:** Baylor buying services (services are primary purpose);

c. **Other:** Contract does not fit into another category;

d. **Real Estate:** Baylor renting or purchasing real property;

e. **Revenue-Generating:** Baylor accepting payment for providing goods or services;

f. **Transportation or Lodging:** Hotel, airline, bus, or other travel-related contracts;

g. **Usage of Baylor Facilities:** Second Party renting or utilizing a Baylor facility.
8. **Create Contract.** Click *Upload My Own Contract* if the Contract has already been attached to the Contract Request and a Baylor contract template will not be used, and then click *Next.*

Verify that the attachments should be carried into the contract record from the Contract Request and click *Create Contract.*

The Contract Number will be auto-generated by Total Contract Manager. The Start Date and End Date will be carried over from the Contract Request. Click *Next.*

9. **Contract Header.** The majority of information from the Contract Request is carried over into the Contract Record. Contract Managers will add a few pieces of information. These include:

- Locate a parent contract in TCM (e.g., a Contract under a Master Agreement would be located here so that the new Contract can be linked to the parent);
- **Important:** Check Yes to use e-signature for contract execution, then click *Save Progress*);
- Enter a Summary (this is optional);
- Add the renewal term information if the Contract contains automatic or optional renewals

**Note:** The *Contract Number* and *Contract Name* appear at the top left of the screen. When the contract is created, it is “Checked Out” automatically to the Contract Manager for edit. Click on the Contract Actions dropdown to “Check In” the contract for another user to be able to “Check Out” and edit. Only the user who has the contract checked out can edit the contract.
10. **Contract Parties.** The Contract Parties are the most crucial piece of information entered by a Contract Manager. In the Contract Header, click on the dropdown `Add Party` and click `Second Party`. Type in the legal name of the Second Party. Once you select and add the Second Party, click on the Actions dropdown to add the Contact and Contract Address.

![Contract Parties](image)

**Important Note:** If the Supplier/Second Party cannot be found and has not already been entered into TCM, click `Save Progress` to save the Contract Record, and add the Contract Party (see Step 21. Add Second Party to TCM for how to search/add a Second Party).

11. **Contract Search.** There are multiple ways to find a contract record if a user has logged off or navigated away. One way is to select the Home icon on the top left of the screen to return to the Dashboard. In the Contract Search tool, type the first word of the Contract Name, or the contract number. Click on the Contract Number to go back to the Contract.

![Contract Search](image)

**Note:** The Lock symbol indicates the Contract is Checked Out.

12. **Contract Parties (continued).** In the Contract Header, click on the dropdown `Add Party` and click `Second Party`.

Type in the name of the Second Party. The search results for Healthy Snacks, Inc. illustrate why it is crucial for both the correct Legal Name and the TRAX Supplier ID Number to be entered when adding a Second Party/Supplier. If not, “junk data” will be created and there will be multiple name variations for what should be one supplier.

![Select Primary Second Party](image)
Once the Contract Party is selected, the Contact person for the Second Party can be added to the record. The Contract Requester should have provided this information in the Contract Request Discussions tab. To view the Discussions tab of the Contract Request, click on the Contract Request number on the left side of the screen. Once in the Request, you will see the same link back to the Contract number to go back in to the Contract.

If the Contact is already in TCM, select the contact name; otherwise, click Add Contact.

The Address associated with the Second Party on this particular contract can also be selected; Second Parties can have multiple addresses in TCM, so it may be helpful to list the specific address for this contract.

13. Attachments. To add, edit, or adjust the print order of the Contract and related documents, click on the Attachments tab on the left side of the screen.
To add attachments, click on the Add Attachments dropdown arrow on the top left of the screen. To edit the print order, print settings, upload a new version, or download an attachment, click on the Actions dropdown arrow for the document you wish to edit.

**Note:** Click on the Print Order dropdown to change the attachment’s order among the other documents. Check No next to Print with Full Contract if the Attachment should remain internal and should not be sent to the Second Party for signature or review. Then click Save Changes.

You will note that on the Attachments screen, any attachments which should remain internal to Baylor and that you have set to not print with the full Contract will have a red X.

![](image)

14. **E-Signature.** To set up e-signature, click on the eSignature tab on the left side of the screen. Click Add Signer. Click on the Second Party and then add the Contact who will sign the contract for the Second Party.

Click Add Signer and then Baylor University. Select the appropriate Vice-President or person with signature authority who will sign the contract on behalf of Baylor.

**Note:** The Signing Order should always be set so that Baylor signature is after the Second Party signature. In other words, the Second Party signature should always be first.
Once you have set up the signatories, you are ready to leave any comments needed for Reviewers and Assign a Contract Facilitator for OGC review and approval.

15. **Comments.** Use the Comments section by clicking on the Comments tab on the left side of the screen to leave a message for the Office of General Counsel or additional reviewing parties.

16. **Office of General Counsel Review.** Once the e-signature tab is complete (the signatories have been added) and the contract is ready for OGC review, click on the **Contract Actions** dropdown, and then **Assign Contract Facilitator.** Add Felicia Cruz or Marsha Duckworth as the Contract Facilitator for the contract.
Note any Comments which OGC needs to be made aware of, including any required due dates by the Second Party or special circumstances.

The Contract Facilitator will begin an Internal Review Round in which OGC and any other necessary reviews will be conducted. If no major changes to the substance of the Contract are made, the Contract Facilitator will submit the contract for formal approval by OGC.

If there are changes in which the Contract Requester and/or Contract Manager need to be made aware of, they will be added to the Internal Review Round and will receive a notification e-mail to review the contract.

Note: OGC allows for 10 business days to review contracts. The Contract Manager will receive a notification when the Contract has been approved and is awaiting e-signature set up.

If the Contract Facilitator notes that changes have been made to the Contract and the Second Party needs to review the Contract again, follow the guidelines for starting an External Review Round in Step 17. Otherwise, proceed to Launch E-Signature.

17. Begin an External Review Round. To begin an External Review Round so that the Second Party can review the Contract again, click on the Review Rounds tab on the left side of the screen. Click Start Drafting Next Round, then External Review Round and click Next.

Click Add Reviewer to add the Second Party.
Add in the contact information for the Reviewer and the appropriate e-mail address and click Save. Click Begin Round.

Select the Attachments that should be sent to the Reviewer. Do not send internal documents or Attachments. Uncheck the box to prevent sending such documents.

Edit the e-mail that will be sent with the Contract to the Second Party. When you are ready to send the Contract, click Send E-mail.
Once the Second Party has reviewed the Contract and e-mailed it back to you, you will then need to click *End Round Now* and upload the updated version of the Contract under the Attachments tab.

Click on Contract Actions, then *Assign Contract Facilitator*. Assign Marsha Duckworth or Felicia Cruz, so that OGC may review the Contract again.

18. **Launch E-Signature.** Unless the Contract Manager needs to review the Contract again, the Contract will be approved by the Office of General Counsel and the Contract Manager will be notified. At that time the Contract Manager may launch e-signature.

To set up the Contract for e-signature, go to the Contract and click on *Contract Actions* and *Launch e-Signature*. 
You will be directed to a new tab, in DocuSign, where you can set up the Signature block for the parties who will sign the Contract. Under the left column, select Signature and drag the block to the place the party should sign. Do the same with Date Signed, which will automatically populate when the signor e-signs the contract, as well as Full Name, Title, and Company Name.

Click on the name of the Baylor signatory, and set up the same title block for the Baylor signatory as the Second Party signatory, by dragging the elements of the signature block onto the Contract.

You can also edit the message to include the Contract Name.

Set up the blocks for each party, then click Send at the bottom left corner of the screen.

You will be prompted to Preview the Contract with signature blocks; you can click Preview Now to review the Contract for sending or click Send Anyway.

The Contract will be sent to the Second Party first (as designated by the signing order created in TCM) and then to the Baylor signatory. After the Baylor signatory has signed the Contract, the fully executed contract will be automatically uploaded and stored in Total Contract Manager.

If the signatory declines to sign the Contract for some reason, the Contract Manager will receive an e-mail notification and will need to communicate with the signatory to determine why the Contract was not signed.
19. **View the fully Executed Contract.** To view the fully-executed contract, search for the contract by clicking on the pencil and paper icon, and click **Contracts**, then **Search Contracts**. Click on the magnifying glass to search all contracts. Alternatively, search specifically for the Contract by typing in the **Contract Number**, **Contract Name**, or other search criteria.

Once the Contract has been fully executed, the status of the contract will display as *Executed: Future* or *Executed: In Effect*.

Click on **Contract Actions** and then **Download Full Contract as PDF**, or click on the **Attachments** tab on the left side of the screen and click on **Fully Executed Contract** on the top of the Attachments page.
20. **Manage Users and set Event Notifications.** To add additional users to the Contract, click on the Users and Contacts tab on the left side of the screen. Click *Edit Users* to add a specific user to a role associated to the Contract. Stakeholders are able to view the Contract Summary and fully executed Contract. Contract Managers are able to view the Contract information, versions, and Contract attachments.

**Note:** If the Contract involves ITS components, you will need to add Ralph Sherman to the Contract Managers in this window, so that he will be able to view/access the Contract as needed.

To set event notifications for important contract dates, click on the Notifications tab on the left side of the screen. You can select the users to receive event notifications and elect to send Advanced Notices for important events.
21. **Add a Second Party.** To search for a Second Party, click on the pencil and paper icon on the left side of the screen, then Contracts, and click on *Search Contract Parties.*

Type in the first few letters of the name of the Second Party. In this example, we are searching for “Rosetree Floral Design.” Click on the magnifying glass or hit enter to execute the search.

This search result confirms that Rosetree Floral Design is not a Second Party in TCM and will need to be added.

Click on the pencil and paper icon, then contract, and click on *Add Contract Party.*

Select *No* that the contract party is not an “Owner” type. Baylor is the only “Owner” contract party in TCM, and thus this answer will always be *No.* Click *Add Contract Party.*
Select the appropriate contract party type:

1. **Customer**: Baylor is supplying the second party with goods or services;
2. **Other**: second party does not fit into one of the other categories;
3. **Partner or Affiliate**: second party is teaming with Baylor through a partnership or affiliation agreement;
4. **Supplier**: supplies goods/and or services to Baylor (this will be the most common Contract Party Type).

Enter the legal name of the supplier. For example, if the second party is Roadrunner Charters, Inc., the second party should be entered as such, as opposed to shortened names or abbreviations, such as Roadrunner; or Roadrunner Charter.

Select **Add Contract Party**.

Click on the General tab, then click **Edit** beside the Supplier Number field. Enter the TRAX ID number in this field and select **Done**.
Add Contact persons and Addresses to the Second Party profile by selecting the Contacts tab and **Add a Contact** and the Address tab.