

INSTRUCTIONS FOR USING LOYOLA CONSULTING SERVICES AGREEMENT

- 1. *Determine Individual Consultant Status.*** If the consultant is an individual, before using the Consulting Services Agreement (the “Agreement”), determine whether the consultant would be considered an independent contractor or an employee. Please see the Workers Classification Review Form on the Finance Division website, and discuss further with the Finance Division and Human Resources as needed. If the consultant is an independent contractor, the Agreement may be used.
- 2. *Complete Exhibit A.*** Complete the blanks in *Exhibit A* to the Agreement by identifying the starting date of services, the consultant and adding descriptions of the services, the deliverables, the time schedule and the charges, among other things. If there is not enough room in the form, the description(s) can be attached. Do not attach the consultant’s proposal if it includes any contract terms and conditions because those may modify the Agreement. If the proposal contains additional contract terms, consider attaching only the description of the services and the deliverables, for example.
- 3. *Access to Loyola Computers/Networks.*** Before allowing a consultant to access and use Loyola computers or network applications, please verify who is an authorized user under the license agreement for that software application. Many Loyola software licenses restrict use of the software to Loyola students, faculty and staff. If the license does not allow the application to be used by a consultant, then either the consultant will have to provide or secure its own licensed software and/or computers, or Loyola will have to secure permission from the software vendor.
- 4. *Work Made for Hire.*** Section 5 of the Agreement contemplates that the consultant will continue to own any “Consultant Materials” that were already in existence and owned by the consultant prior to the beginning of the engagement, but anything new created by the consultant as part of the services will belong to Loyola. In order for Loyola to own the new materials that are created by the consultant, the Agreement must state that the consulting services are a “work made for hire”. If Loyola does not wish to own the deliverables or other material produced by the consultant (e.g., in order to reduce the cost or fees), the Agreement will have to be amended to modify Section 5 and provide that Loyola will instead receive a license to use the materials or deliverables. The consultant will own these items and could also sell or license them to someone else.
- 5. *Information Technology Services Consulting Attachment.*** If the consultant will develop any type of software (e.g., applications, web-based applications, interfaces, utilities, customizations, etc.) for Loyola, include the Information Technology Services Consulting Attachment.