



University of Houston  Clear Lake

School of Business
2700 Bay Area Boulevard
Houston, Texas 77058

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Call 281.283.3133 or 281.283.3121
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Advanced Contract Administration: The Legal Aspects

February 22-23, 2012

Approved for Continuing Professional Education (CPE) credit through the Texas State Board of Public Accountancy and Continuing Legal Education (CLE) credit through the State Bar of Texas



A two-day workshop with full spectrum coverage of the legal aspects of contract administration from assignment of contract administration pursuant to FAR Part 42 to fraud and contract closeout.

Just imagine how much you can improve your skills when you discover:

- How to challenge a contracting officer's decision
- The alternative methods of dispute resolution
- The limitation on the Government's ability to issue change orders
- The remedies available for delays in contract performance
- The contractor's rights when the Government procures terminated work
- Your right to receive prompt payment under Government contracts
- The difference between claims and other requests for payment
- What constitutes contract default
- What is required for the Government to properly terminate contracts
- *And much, much more*

CO-SPONSOR: NCMA SPACE CITY-HOUSTON CHAPTER

Improve your skills, accelerate your advancement and increase your value to your organization.

Special Program For:

contract managers, contract administrators, subcontract managers, project managers, proposal managers, buyers and purchasing personnel. In fact, this workshop is designed for anyone connected with government contracting. This course is approved for CEU's, CPE's and CLE's.



Advanced Contract Administration: The Legal Aspects

- Get all of your “How to” questions answered by an Advanced Contract Administration guru — a stimulating trainer and consultant who specializes in contract administration.
- You'll gain current, real-world information related to the legal aspects of contract administration through an interactive learning environment with a well-balanced blend of lecture, class discussion and case studies.
- You'll network with other professionals like yourself, share real-world experiences and apply what you learn today to the workplace tomorrow.
- You'll receive an information packed notebook for reference during the program and back on the job.
- You'll receive a total of 14 hours of instruction, much more than other programs typically provide.
- You'll receive 13 hours of Continuing Legal Education (CLEs), 1.4 Continuing Education Units (CEUs) and/or 14 hours of Continuing Professional Education credits (CPEs) upon request. CEUs / CPEs / CLEs must be requested.

Your Trainer, John Ford

John is a firmly established Government Contract expert and veteran trainer who'll raise your comfort level and skills in the legal aspects of contract administration. He has extensive Government procurement experience in both the public and private sectors and is currently employed by the accounting firm of Cherry, Bekaert and Holland as a Government Contracts Consultant since 2003.

Shortly after retiring from the Defense Contract Audit Agency, he assumed the position of Special Counsel for cost and price issues, to the law firm of McAleese and Associates in McLean, Virginia. Additionally, he has served as a Senior Analyst with the firm of Irving Burton Associates providing contracting advice and assistance to the Department of Defense (DoD) Military Health System Clinical Information Technology Program Office.

John spent 24 years serving as a procurement attorney with various components of the DoD. While with DoD, he served on the Contract Administration and Quality Assurance Subcommittees of the DAR Council and was a member of several FASA implementation teams. At the time of his retirement from Federal service in December 1997, he was the Deputy General Counsel for the Defense Contract Audit Agency where he concentrated on contract cost issues in litigation before contract appeals boards and Federal courts.

He is currently an instructor, and has been for the past 20 years, in the University of Virginia's Procurement and Contract Management Program, primarily teaching courses on Contract Administration. You'll benefit from his years of teaching and practical work experience as a procurement attorney for the DoD. John has the ability to present vital information in a meaningful and understandable way. He holds a BA and JD degree from the University of Texas at Austin and is a member of the State Bar of Texas.

Join us on April 18-19th for our [Equitable Price Adjustments and Claims](#) course! Please call 281.283.3133 or 281.283.3121 or go to our website www.uhcl.edu/camp for more information.

Advanced Contract Administration: The Legal Aspects

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In this advanced contract administration course you will gain the knowledge and skills necessary to perform the critical duties associated with the administration of contracts.

You'll explore the competencies appropriate for an advanced level of contract administration as well as the government's comprehensive and complex clauses and requirements. Most administrative actions are based upon the rights and obligations as defined in the General Provisions clauses of contracts. The contractor, however, cannot lose sight of the basic contractual purpose – to perform the needed work in the time required.

In this course you'll find answers you need – the best forum to challenge a contracting officer's decision, how to use contract tools to avoid or mitigate risks, subcontract consent requirements and small business subcontracting plans, know what are the permissible limits of a change order, differences between compensable delays and non-compensable delays, the contractor's rights and obligations concerning government property, the scope of price adjustments, standard quality assurance procedures, the government's termination rights and how it assesses excess costs of reprocurement against the defaulted contractor(s), and what is required of both the government and contractor before making payment.

No prerequisite required.

Who should attend:

This course is designed for anyone connected with government contracting, including all - contract managers, contract administrators, subcontract managers, project manager, proposal manager, buyers and purchasing personnel and even the veterans who may feel the need for a refresher or with to acquaint themselves with some of the special topics covered in this program.

Benefits

In just two days you'll...

- Find out how to distinguish between claims and other requests for payment
- Learn the best forum to challenge a contracting officer's decision
- Be able to use contract tools to avoid or mitigate risks
- Examine the contract modification process
- Find out the limitations on change orders
- Find out the difference between compensable delays and non-compensable delays
- Learn how to apply Suspension of Work, Stop Work Order and Government Delay of Work clauses
- Develop insights into types of contract adjustments available for delays
- Learn the objectives of pricing adjustments
- Develop an understanding of the requirement of the Truth-in-Negotiations Act
- Gain insights into the different levels of quality assurance
- Become familiar with standard quality assurance procedures
- Find out how to properly terminate contracts
- Recognize what conditions constitute contract default
- Learn how to request contract payments
- Become familiar with the FAR payment clauses

Course Outline

Contract Administrator Process: FAR Part 42

- Assignment
- System compliance
- Performance measurement
- Contract modification
- Completion Payment/Closeout

Disputes: FAR Part 33.2; 52.233-1

- Contract disputes process
- Dispute clauses
- Adjudication of disputes
- Claims vs. request for payment
- Claims processing
- Challenging the contracting officer's decision
- Contracting officer's role in proceedings
- Interrelationship among boards: Board of Contract Appeals, Court of Federal Claims, Court of Appeals for Federal Circuit
- Role of contracting agencies and the Department of Justice
- Protests of task orders

Subcontracting, Limitations on Subcontracting and Subcontracting with Small Businesses: FAR Parts 44 and 19.7, 12

- Recertification of size status
- Limitation on subcontracting under set-aside contracts
- Situations requiring government consent to subcontract
- Situations requiring notice to the government prior to subcontracting
- Contractor purchasing system reviews
- Liquidated damages for failure to meet small business subcontracting plans
- Incentives for exceeding small business subcontracting plans

Join us on April 18-19th for our Equitable Price Adjustments and Claims course!



Cost Principles and Cost Accounting Standards: FAR Part 30 and 31 through 31.204

- Cost allowability standards
- FAR allocability standards
- Cost reasonableness
- CAS functions
- Consequences of failing to comply with an applicable Standard
- Consequences of failing to follow established accounting practices

Changes: FAR Part 43, 52.243-1

- Contract modification process
- Types of changes/differences
 - Actual
 - Constructive
 - Cardinal
 - Changes to contract general scope
- Limitation on change orders
- Analysis of change clauses
- Contractor rewards: Value engineering provision

Novation Agreements: FAR 42.12

- Entering into novation agreement
- Contents of novation agreement
- Standard novation agreement term
- FAR agreement model
- Restructuring activities and costs

Service Contract Act Price Adjustments: FAR 22 Subpart 10; 52.222-43 & 44

Delay: FAR 52.249-8; 52.242-14, 15 and 17

- Compensable delays
- Non-compensable delays
- Excusable delays
- Suspension of work
- Stop work order
- Government delays
- Contract adjustments because of delays

Contractor Business Systems DFARS 15, 34, 42, and 44

- Contractor Accounting Systems
- Contractor Estimating Systems
- Contractor Earned Value Management Systems
- Contractor Purchasing Systems
- Contractor Government Property Systems
- Contractor Business Systems Administration

Pricing of Adjustment: FAR 15.4; 52.215-22, 23, 52.243-6

- Pricing of adjustments
- Methods for pricing adjustments
- Requirements of the Truth-in-Negotiation Act
- Case law and parameters for price adjustments
- Change order accounting clause
- Role of estimates and incurred costs in pricing adjustments

Inspection, Acceptance/Warranties: FAR Part 46; 52.246-2

- Different levels of quality assurance
- Quality assurance procedures
- Standard inspection clause
- Contractor's quality assurance system
- Government's Rights – contractor's non-compliance
- Post acceptance rights and remedies

Default Termination: FAR 49; 52.249-8

- Contract termination
- Reprocurement of terminated work
- Assess contractors for excess reprocurement costs
- Contract default
- Discretion to terminate
- Due process and notice
- FAR Part 6 – procedures and reprocurement contracts

Termination for Convenience: FAR 49.1-3; 52.249-3

- Convenience termination
- Conditions for convenience termination
- Government process for convenience termination
- Contract administration for convenience termination
- Contractor's role in convenience termination
- Government rights and remedies when contractor fails to fulfill its obligations

Payment and Discharge: FAR 52.216-7

- Requirements of government and contractor to make contractor payment
- Request for payment
- Processing payment request
- FAR payment clauses
- Progress payments based on cost and performance
- Prompt payment clause

Closeout

- Conditions for closeout
- Closeout prohibitions and resolution
- Quick closeout

Fraud and Exclusion

- Refer indication of fraud: Responsible officials
- Civil or criminal offenses: Responsible official
- Mandatory reporting of criminal violations, False Claims Act and significant overpayments
- Requirement for contractor Code of Business Ethics
- Requirement for having a system of internal controls

You can have John Ford conduct this outstanding program on-site at your location. Call at 281.283.3133 to find out how cost effective it is to train your staff in an exclusive on-site program. Train your staff at a time and location that is best for you. Call Today!

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- \$795 for the first participant
 \$745 per seminar, for 2nd and subsequent participants registering from the same company

Please return this form to:

Center for Advanced Management Programs
School of Business
University of Houston-Clear Lake
2700 Bay Area Boulevard
Houston, Texas 77058-1098 or
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Fax: 281.283.3123 or Email: camp@uhcl.edu

Company Information (please print)

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Check one: Visa MasterCard Discover American Express
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General Information and Registration Details

Location/Time: University of Houston-Clear Lake, 2700 Bay Area Boulevard, Bayou Building, Houston, Texas 77058. This seminar will be held 8 a.m. - 4 p.m., with check-in from 7:30 a.m. - 8 a.m. If you have any questions, please call the CAMP registration office at 281.283.3133 or 281-283-3121.

Register Online at www.uhcl.edu/camp; **FAX** your registration to 281.283.3123; **mail** the enclosed registration form; **e-mail** your registration information to camp@uhcl.edu; or **phone** 281.283.3133 or 281.283.3121 for immediate confirmation of your registration. Enrollments are accepted on a first-come, first-served basis.

Course Fee: \$795 for the first person attending from your organization. Make check payable to the University of Houston-Clear Lake/CAMP. Fee includes course materials, refreshment breaks and lunches.

Team Savings: Save \$50 per person for 2nd and subsequent attendees provided they are registered from the same organization for the same seminar.

Payment Policy: Your registration is not complete unless we receive one of the following by the start of the seminar: payment in full, an approved purchase order or an approved Training Authorization (government agencies).

Transfers/Cancellations: If you cannot attend, you may call to substitute another person without penalty, or transfer your registration and attend on another date within twelve months. If you cancel with less than 24 hours notice, the fee is transferable but not refundable.

Program Changes/Cancellations: The University reserves the right to make changes in programs and speakers or to cancel programs if enrollment criteria are not met or when conditions prevail beyond its control. Every effort will be made to contact each enrollee if a program is canceled. If a program is not held for any reason, the university's liability is limited to the refund of the program fee.

Parking: The Visitor's Parking Lot is the designated parking area for seminar participants.

Tax Deduction: Training taken to maintain or improve professional skills is usually tax deductible. Consult with your tax advisor for applicability.

CEU/CPE/CLE credits are approved for this workshop.

Special Accommodations: Any individual who requires a special accommodation for a specific disability should contact the Center for Advanced Management Programs at 281.283.3121 at least one week prior to the seminar date.

In-house Programs: Call the program administrator for the Center for Advanced Management Programs at 281.283.3133 to ask about our in-house and customized programs.

Our Guarantee: If you are not 100% satisfied, let us know and return the course materials by the last class day and we'll refund your registration fee. We can afford to make this offer because we know this seminar is going to meet - or exceed - all of your expectations. It's part of our commitment to provide you with the highest quality of training.



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Federal Acquisition & Contracting Certificate Program

Having the University of Houston-Clear Lake's certificate in Federal Acquisition and Contracting ensures you, your employer and prospective employers that you have validated your Federal Acquisition and Contracting skills by successfully completing a series of tests, tests that will gauge your professional competency.

You may have up to 48 months to complete all the program requirements, after which you'll receive an official certificate from UHCL. The program requires 84 hours of classroom instruction which includes six courses. You may select from among fourteen courses and build a career that you design. You can complete this program in as little as 36 months.

Take advantage of this exciting opportunity to build your career with a certificate in Federal Acquisition and Contracting as well as enhance your credentials.

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You'll find answers you need

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 - Contractor's obligation to administer government property
 - How to enter into a novation agreement
 - How to determine the best method for pricing adjustments
- And much, much more*

Here is a workshop where you'll learn advanced level competencies of contract administration

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