

Management System

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Contract Management Measures of International Business School (For Trail Implementation)

Chapter I General Principles

Article 1 In order to improve contract management of the school, standardize the behaviors in signing a contract, and safeguard the legitimate rights and interests of the school, according to "People's Republic of China Civil Law", "Contract Law of People's Republic of China", " Contract Management Measures of Beijing Foreign Studies University (For Trial Implementation)" and relevant laws and regulations, combined with the actual situation of the school, this system is formulated.

Article 2 The term of contract identified in this system refers to the agreement or compact between the school, natural persons, legal persons or other organizations for establishing, modifying or terminating rights and obligations.

Article 3 In signing a contract, the school must comply with state laws and regulations and adhere to principles of equality and mutual benefit, consensus and honesty. No department or individual shall take advantages of contracts to damage the interests of the school.

Article 4 In contract management work, the system of unified supervision and guidance, classification management, careful division of responsibilities is implemented in the school.

Chapter II Basic Systems of Contract Management

Article 5 To strengthen the leadership in contract management, the school has

established a leading group (composed of members from the Faculty Board), with the Contract Management Office (it is located in the Executive office, and its director is also the director of the Executive Office). Contract management office is a unified contract management agency in the school, whose main responsibilities are:

(A) Take charge of the unified management of contracts in the school, including reviewing contracts, storing original contracts, registering contracts, managing contract files, supervising and summarizing the implementation of contracts, as well as coordinating with other relevant departments in contract management, etc;

(B) Formulate relevant rules and regulations in contract management within the school, organize the implementation, interpretation and revision of contract management measures, constantly improve the contract management system, and organize relevant training in contract management according to actual needs;

(C) Organize or participate in the drafting of joint trial, negotiation and signing of major contracts. Handle contract disputes, etc.

Article 6 Categorize the contracts into major contracts and general contracts according to their nature and contents, and manage them with different procedures. Major contracts refer to contracts with an amount of over 100,000 yuan, while general contracts refer to contracts with an amount of no more than 100,000 yuan.

Chapter III Signing Procedures of Contracts

Section 1 Initiating and Drafting of contracts

Article 7 Responsible departments set and implement contracts, and take charge of negotiation and drafting in the process of initiating and formulating contracts.

Prior to the signing of contracts, in order to maintain the interests of the school, responsible departments should conduct a thorough investigation of the qualifications, authorized competency, business scope, contractual capacity, economic strength and social prestige, etc of the other contract party.

Article 8 In the process of initiation and negotiation, we should follow the principles of equality, voluntariness, fairness and good faith, and comply with state laws, and regulations and school rules. Special restrictions or requirements for contractual

matters and distribution mechanism in national laws and school rules shall be observed by responsible departments.

Article 9 After initiation of contracts, responsible departments take charge of drafting contracts.

The main contents of contracts should include: names and address of the parties; contract subject, quantity, quality, price, gratuities and the method of settlement; the rights and obligations of both parties; commitments and preferential terms; audit agreement and method of payment; time limit, place and method of performance; liability for breach of contract; dispute resolution methods.

Contracts should cover all basic elements, and provisions should be clear and specific.

Article 10 If the responsible departments need to conduct negotiation before drafting contracts, they shall promptly report to the leadership; if contracts are related to significant legal disagreements or professional support is needed, responsible departments shall invite legal advisers.

Article 11 Selection of contents for contracts shall be in accordance with the following order:

(A) If the school has already developed model contracts, it shall be used enriched and improved by responsible departments; model contracts shall be drafted by the Contract Management Office and audited by the leading group of contract management;

(B) If the school doesn't have model contracts, responsible departments shall use model texts recommended by the state, the department responsible for the work or guild regulations;

(C) If there are no model contracts suggested by government departments or guild regulations, to maximize the interests of the school, responsible departments shall take the initiative to draft contracts, conduct negotiation and sign contracts;

(D) If the initiative is in the hands of the other party, to depend the interests of the school, responsible departments shall actively conduct negotiation and strictly audit the contents of contracts.

Section 2 Approval and Signing of Contracts

Article 12 When submitting contracts for approval, responsible departments shall hand in the "Form of Contract Approval and Signing of International Business School of Beijing Foreign Studies University" to the Contract Management Office. (Annex 1);

Article 13 In accordance with the requirements in Contract Approval and Signing of International Business School of Beijing Foreign Studies University, the appropriate approval procedures are as follows:

(A) Major contracts shall go through the approval of Contract Management Office of the school, followed by the leading group and the Contract Management Office of the university;

(B) General contracts with the method of further discussion on exact issues shall go through the approval of Contract Management Office of the school, followed by the leading group of Contract Management which will audit the whole contents, and then the Contract Management Office of the university which will make registration and seal the contracts with the special stamp for contractual uses of Beijing Foreign Studies University;

(C) General and standardized contracts shall go through the approval of Contract Management Office of the school, followed by the leading group of Contract Management which will mainly examine the rationality of contracts, and then the Contract Management Office of the university which will make registration and seal the contracts with the special stamp for contractual uses of Beijing Foreign Studies University;

(D) Upon the execution of contracts, all original copies shall be submitted to the Contract Management Office of the school.

Article 14 Relevant examining departments shall conduct cooperation based on division of labor and duties, and jointly safeguard the interests of the school. For each examining unit, the main responsibilities are as follows:

(A) Responsible departments: Examine the necessity, feasibility, rationality of contracts, and review the progress, contents and items of contracts, etc;

(B) Legal advisers: Examine the legality, legitimacy and normativity of contents and

items of contracts, point out the legal risks in implementing the contracts and put forward legal opinions as possible;

(C) The Contract Management Office: collect examined materials; initially review the nature and contents of contracts; make clear the next examining unit and process; further evaluate and analysis the risks put forward legal advisers; stamp the approved contracts in accordance with procedures, and retain formal contracts for registration;

Article 15 If the examination suggests that contracts need modification, then the drafting departments shall timely conduct modification and submit the contracts to relevant departments for reexamination.

Article 16 Drafting departments shall be responsible for the authenticity of contracts.

Article 17 From the effective date of the contract, the Contract Management Office of the school shall submit one original of contract to the Contract Management Office of the university for classification numbering and registration.

Section 3 Fulfillment and Alteration of Contracts

Article 18 After signed, contracts have legal authority. Responsible departments shall conduct a dynamic supervision on the implementation of contracts, strengthening the tracking management of all aspects (including signing, delivery, acceptance and settlement) in implementation, and complete the work required in contracts on time with good quality.

Article 19 During fulfillment of contracts, if there is a need for alteration or cancellation, both parties shall reach a written agreement. The written agreement shall explain the reasons and contents of alteration or cancellation, the deadline for performance, and the relation between the modified contract and the original one, etc. The modified contract shall go through the above procedures in relevant department for approval.

Article 20 During fulfillment of contracts, materials such as supplementary agreements, meeting minutes, written approvals, correspondence, documents, telephone records, fax files, telegrams, records of fulfillment of contracts, and claim reports make up the contract files, which shall be timely and properly handled, collected, and retained by responsible departments. Contract files that require signing

and confirmation shall be submitted to the Contract Management Office for approval.

Article 21 During fulfillment of contracts, if the other party does not perform according to the contracts, responsible departments shall notify the other party in the form of written communication, timely report the problems and measures to be adopted to the leadership and take active measures to prevent greater loss.

Article 22 Responsible departments shall timely submit the materials about the fulfillment, alteration, and cancellation of contracts to the Contract Management Office for archiving and future reference.

Article 23 After the fulfillment of contracts, if there is a need to extend the contracts, they shall be examined by above departments for approval. If necessary, modify the terms of contracts.

Chapter IV Settlement of Contract Disputes

Article 24 When disputes arise during the execution of contracts, the parties shall negotiate with each other. If negotiations fail, resolve the problems through arbitration or legal proceedings.

Article 25 If both parties have not reached an agreement in terms of contract disputes, responsible departments shall collect information about causes of disputes, violations of agreement, levels of responsibilities, and put forward opinions to handle disputes, and report the above information to the Contract Management Office of the school and the competent leadership in charge .

Article 26 For disputes that require arbitration or legal proceedings, the leading group of the Contract Management Office decides on the detailed schemes, and participate in negotiation, mediation, arbitration or litigation activities for the settlement of disputes.

Article 27 Department involved in contract disputes shall timely submit relevant data and information, in order to provide necessary support for the settlement of contractual disputes.

CHAPTER V Accountability

Article 28 With respect to one of the following circumstances, if they cause no damage to the school, criticize and educate those who are directly responsible and the leaders; if the following circumstances cause economic losses to the school, responsible parties shall bear liabilities and other responsibilities according to the severity of the circumstances.

- (A) Violate procedures and privately regulate contracts involving foreign parties;
- (B) Lack required written contracts;
- (C) Responsible departments have no investigated the credit status and subjective competence, which leads to frauds;
- (D) Auditing, management and responsible departments and relevant personnel do not perform responsibilities in accordance with the regulations in this system;
- (E) Without permission from the Contract Management Office, privately sign on receipts for the other party or sign on receipts that were not signed;
- (F) Lose, privately destroy or hide contracts, annexes, and other related materials like letters and receipts;
- (G) In contract disputes, do not timely report the situations, negatively response to disputed or do not provide any necessary support.

Article 29 Without auditing or examination, personnel who privately sign contracts under the name of the school or the university shall assume total responsibilities for unfavorable consequences resulted from contracts. Meanwhile, the school shall investigate the administrative and economic responsibilities of responsible departments and personnel in accordance with relevant regulations; responsible personnel who violate the laws shall be transferred to judicial organs for criminal liability.

Article 30 During the signing and fulfillment of contracts, with respect to dereliction of duty, malfeasance or abuse of power, all of which harm the interests of school, the school shall investigate responsibilities of the persons concerned in accordance with relevant regulations.

Article 31 Contracts serve as an important legal basis and proof of external activities for the school. If there are confidential information involved in contracts, persons concerned shall tightly keep secrets. Personnel who violate any confidentiality obligations that are detrimental to the school shall be held accountable.

Chapter VI Supplementary Articles

Article 32 This system is approved by the Faculty Board on December 1, 2014 and takes effect from the date of entry into force.

Article 33 The right to interpret and revise this system shall reside in the Contract Management Office.

Annex I Form of Contract Approval and Signing of International Business School of Beijing Foreign Studies University

Annex II Diagram of contract management process of International Business School of Beijing Foreign Studies University

Beijing Foreign Studies University

International Business School

December 1, 2014

Annex 1

**Form of Contract Approval and Signing of International Business
School of Beijing Foreign Studies University**

Responsible department:

Person in charge:

Contact number:

Contract number:

Contract number	
Contract partner	
Opinions of responsible departments and legal advisers (If necessary, responsible departments can consult legal advisers) :	
Opinions of the Contract Management Office:	
Opinions of leaders (in charge of contract management) of the school:	

Notes: When submitting major contracts for approval, responsible departments shall hand in formal application reports which will elaborate on backgrounds of signing contracts, the credit status of the other part, the pros and cons analysis, risk

assessment, decision-making process and other relevant circumstances. Application reports shall be signed and stamped by responsible departments of the school.

Form of Contract Approval and Signing of International Business School of Beijing Foreign Studies University

(Instructions for Filling)

Organizer:

Person in charge:

Contact number:

Contract number:

Contract number	
Contract partner	
<p>Opinions of responsible departments and legal advisers (If necessary, responsible departments can consult legal advisers) :</p> <ol style="list-style-type: none"> 1. Person in charge of responsible departments sign and submit the contracts; 2. Legal advisers point out the formal specifications and legal risks of contracts. 	
<p>Opinions of the Contract Management Office:</p> <ol style="list-style-type: none"> 1. Initially audit the important files of contracts; 2. Further evaluate and analysis the legal risks that legal advisers point out; 3. Identify and confirm the nature and type of contracts; 4. According to the type of contracts, make clear the next auditing and signing units and processes. 	
<p>Opinions of leaders (in charge of contract management) of the school: Based on the above opinions, from the perspective of leaders, decide on whether to agree to sign contracts.</p>	

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hand in formal application reports which will elaborate on backgrounds of signing contracts, the credit status of the other part, the pros and cons analysis, risk assessment, decision-making process and other relevant circumstances. Application reports shall be signed and stamped by responsible departments of the school.

Annex 2

Diagram of contract management process of International Business School of Beijing Foreign Studies University

