Standard Contract Background and Instructions

(June, 2014)

Background

The Department of Parks and Recreation (DPR) is required to have a current contract that standardizes relationships with cooperating associations. This contract or "contract" was created with significant input from cooperating association representatives and park staff. The Department of General Services (DGS) oversees and approves all state contracting. This contract follows DGS contracting procedures and mandates.

The Department of General Services (DGS) oversees and approves all state contracting. This contract follows DGS contracting procedures and mandates.

Contract Negotiations

Department and association representatives need to meet in a good faith effort to understand contract language. This contract is designed to address a variety of needs and conditions for both the association and the department from a statewide perspective. All parties must recognize that modifying language that has been pre-approved by the Department of General Services is discouraged.

General Instructions

These instructions describe how to prepare a contract package for formal approval, and illustrate pages where custom information is needed. Specific contract language is only included for reference. The standard contract (a separate pdf file) contains fill-in blanks for electronic completion. Signature blocks need personal signatures and handwritten dates. Signatures and dates may NOT be electronically completed.

Instructions are in a *red italicized Times New Roman font*. Reminders are in a that does not show up on printed copies. Completion blanks are shaded. Signature blocks are highlighted in yellow. Be sure to delete unnecessary text when preparing the final copy of the contract.

Electronic Completion

Download the most current version of Adobe Acrobat reader at
http://get.adobe.com/reader/

The contract and is designed to be prepared electronically as a "fillable pdf form", except where original signatures and handwritten dates are needed. A current (2010 or later) version of Adobe Reader will help all the built-in features work better. Double check the fields that are automatically filled in, because different versions of different software and computers behave differently.

Cooperating Associations Program
Standard Contract Instructions

Once the contract is completed, assemble four contract copies with original signatures into one contract package. The pdf files contains or references the following elements:

- Standard Contract, STD 213
- Exhibit A, Scope of Work, including the Attachment
- Exhibit C, General Terms and Conditions (incorporated by reference)
- Exhibit D, Special Terms and Conditions
- Exhibit E, Cooperating Association Annual Report (DPR 973)
- Exhibit F, Licensed Trademarks

Note: Exhibit B is not included because this is a "zero dollar" contract

Each contract package must contain one copy, with original signatures, of:

- certificate of insurance (Acord, or similar form) (1 copy total)
- Contractor Certification Clauses (DGS form) (2 copies total - District and HQ)
- District Recommendation and DGS Exemption Certification (1 copy total)

New Associations
If the contract is with a new association, see the Check List for additional items needed.

Detailed Instructions
Use the attached Check List and Instructions to help guide the contract preparation process. Contract sections not needing completion are deleted in this instruction package to save space.

Cover Sheet (Standard Agreement (STD 213))

Agreement Number
Contact the Cooperating Associations Program Manager for an contract number. **Do not submit an contract for approval without a pre-assigned number.** Once entered twice, the contract number should appear at the right hand top of each page automatically.

The number must be separately entered on Exhibit E and Exhibit F the logo license. Check to make sure the contract number is included at the top of all pages. If it does not appear, hand write it in if necessary.

Line 2 Term The ending term of the contract must be in a ***month, day*** *and* ***year*** format (for example: October 1, 2012). The contract term may be from one to five years. The starting date is automatically "notice to commence*." If using the maximum five year term, select an ending date that is 5 years from the date the association signs the contract.* The contract will technically begin when the association receives a "notice to commence" from the department, which will occur once the contract is approved by state parks or DGS.

Cooperating Associations Program
Standard Contract Instructions

Exhibit A, Scope of Work

- Fill in the date the association first entered into a contract.
- #3 Either: a) Insert the name(s) of the parks the association is supporting or b) provide another geographic description.

- #4 Fill out the names and contact information for the two key officials who will be primarily involved in implementing the contract. These people are normally the Department's Cooperating Association Liaison and the Association Executive Director or Chair.

Exhibit D,
Section 12, Insurance Requirements*

- Click on the hyper link to a "fillable pdf" file on the DPR website.
- When the file opens, at the right hand top of page 1
  - Enter the Association name
  - Enter the Contract number
  - Print the 2-page insurance requirement (may be printed back to back)

Exhibit E, Annual Report*

- Click on the hyper link to a "fillable pdf" file on the DPR website.
- When the file opens, at the right hand top of page 1
  - Enter the Association name
  - Enter the Contract number
  - Print the 4 page Annual Report (may be printed back to back)

Exhibit F, License/Permission for Use of Trademarks*

- Click on the hyper link to a "fillable pdf" file on the DPR website.
- When the file opens, at the right hand top of page 1
  - Enter the Association name
  - Enter the Contract number
  - Print the 2 page insurance requirements (may be printed back to back)
- Insert State Park names and any registered Department trademarks other than the logo to be used by the Association. Do not insert "California State Parks," or "Department of Parks and Recreation."

***Fillable PDF Files**: The above three exhibits are Adobe pdf files will fill-in blanks (known as "fillable pdf fields"). These exhibits are incorporated into the contract. Once each file is completed, print it out and physically incorporate each hard copy into the contract.

Each exhibit has a unique version number or date. The version at the time of signing is the one that applies to any given contract.

Contract Approval

District Recommendation and DGS Exemption Certification

District Recommendation (top half)

All cooperating association contracts need District Superintendent recommendation. The District Superintendent signs/dates to indicate their recommendation that the Director approve the contract.

DGS Exemption Certification (bottom half)

Some cooperating association contracts also need approval from DGS. Contracts needing DGS approval include:

- Contracts with annual net income profits greater than $50,000, if the profits are from sales and services. (Income from donations, grants, dues, and interest does not apply.)
- All contracts with addenda.

Note: DGS will charge the district a document review fee for any contract they review. The Cooperating Associations Program Manager signs/dates this certification and checks the appropriate box.

Originally Signed Copies

Four copies of the contract each with an original signature and date must be submitted. To accomplish this:

- Prepare one copy of all hard copies of the contract per these instructions.
- Make 3 additional copies, 2 sided copying is acceptable.
- Staple each copy together
- Assemble all 4 copies for final signature by the Director.

Once signed by the director, the copies will be distributed to the association, DPR Central Records, the Cooperating Associations Program Manager, and the district office. If the contract must be sent to DGS for approval, the district office will receive a photocopy of the contract.

Making Contract Changes

Changing the standard language is discouraged, but possible. Changes must be made using an addendum, attached to the back of the contract. Mark the page and highlight the contract section to be changed. Clearly show what language is being added and/or deleted on each addendum.

Each addendum should include a brief justification explaining why the change in language is being proposed. The explanations are not part of the contract language, but are retained with each copy of the contract. Addenda do not need separate signature blocks. Once content is mutually agreed upon, addenda need to follow a specific format. Contact the Cooperating Associations Program Manager for details.

Cooperating Associations Program
Standard Contract Instructions

The CAL or designee will send the complete Contract Package to:

California State Parks
Attn: Interpretation and Education Division,
Cooperating Associations Program Manager
P.O. Box 942896
Sacramento, CA 94296-0001

Questions: TEL: (916) 654-5397, FAX: (916) 654-9048
E-mail: wbreece@parks.ca.gov

Standard Contract
Check List

✔	Contract Element	# of Copies	Comments
	Standard Contract (STD 213, rev 10/10)	1 copies, each with an original signature	*Use as page 1*
	Exhibit A **Scope of Work including Attachment 1**	1 copies, no signature required	*CSP language*
	Exhibit B **Budget Detail**	None	*Not applicable for these contracts*
	Exhibit C **General Terms and Conditions (GTCs)**	None Do NOT attach any copies, no signature required. (Incorporated by reference)	*Standard DGS language. This includes the Contractor Terms and Conditions (CCCs). This document is available via the DGS website* www.ols.dgs.ca.gov/Standard+Language/default.htm.
	Exhibit D **Special Terms and Conditions**	1 copies, no signature required	*DPR language*
	Exhibit D Insurance Requirements	1 copies, no signature.	Download, complete top portion, print, incorporate into contract
	Exhibit E **Cooperating Association Annual Report**	1 copies, no signature required	*Use most current version of Exhibit E DPR 973. Do not fill out.* Download, complete top portion, print, incorporate into contract
	Exhibit F **Licensed Trademarks**	1 copies, no signature required	Download, complete all portions, print, incorporate into contract.
	Contractor Certification Clauses (CCCs)	2 copies, each with an original signature 1 copy – District 1 copy – HQ (Incorporated by reference)	*Separate document that is standard DGS language. This document is available via the DGS website* **www.ols.dgs.ca.gov/Standard+Language/default.htm**. *Signed by association representative once every three years and kept on file.*
	Certificate of Insurance	1 copy	*Endorsements needed regarding: State of California named additional insured*
	District Recommendation and DGS Exemption Certification	one copy with original signature	*Certifies District Superintendent endorsement of contract and if DGS must approve contract.*
	If new association: • Articles of Incorporation • Bylaws • Letter of Determination (IRS) • Board Roster	1 copy of each document	• Articles certified by the Secretary of State. • Current bylaws • Determination letters must be current. (IRS sends an initial & a final letter of determination.) • Current board roster

Instructions for completing
Standard Contract (STD 213)

STATE OF CALIFORNIA
STANDARD CONTRACT
STD 213 (Rev 06/03)

Submit 4 copies each with an original signature/date on all copies

Use the latest copy of this form.

CONTRACT NUMBER
(Contact I & E Div. for number)
REGISTRATION NUMBER
(N/A because this is a zero dollar contract)

1. This Contract is entered into between the State Agency and the Contractor named below:

STATE AGENCY'S NAME
Department of Parks and Recreation (Department)

CONTRACTOR'S NAME
Insert the full name of the association (Association) *Leave the word "(Association)" in parentheses.*

2. The term of this Contract is: notice to commence through *month/day/year* *(5 year maximum term)*

3. The maximum amount of this Contract is: **$** Zero dollars

4. The parties agree to comply with the terms and conditions of the following exhibits which are by this reference made a part of the Contract.

Exhibit A – Scope of Work	1 page
Attachment 1	6 pages
Exhibit B – Budget Detail and Payment Provisions	N/A
Exhibit C* – General Terms and Conditions	GTC 610
Check mark one item below as Exhibit D:	
☒ Exhibit - D Special Terms and Conditions (Attached hereto as part of this contract)	12 page(s)
☐ Exhibit - D* Special Terms and Conditions	
Exhibit E – Additional Provisions	3 page(s)
Exhibit F – Licensed Trademarks *(normally this will only be one page)*	1 page

Items shown with an Asterisk (*), are hereby ***incorporated by reference*** *and made part of this contract as if attached hereto. These documents can be viewed at www.ols.dgs.ca.gov/Standard+Language*

IN WITNESS WHEREOF, this Contract has been executed by the parties hereto.

CONTRACTOR

CONTRACTOR'S NAME *(if other than an individual, state whether a corporation, partnership, etc.)*
(insert Association Name)

BY *(Authorized Signature)*
Signature of Association Officer

DATE SIGNED *(Do not type)*
(write in the date signed)

PRINTED NAME AND TITLE OF PERSON SIGNING
Print the name and title of the association officer

ADDRESS
(insert mailing address, including City, State, Zip Code)

STATE OF CALIFORNIA

AGENCY NAME
Department of Parks and Recreation

BY *(Authorized Signature)*
Director Signature

DATE SIGNED *(Do not type)*
(write in the date signed)

PRINTED NAME AND TITLE OF PERSON SIGNING
Anthony I Perez, Chief Deputy Director, Department of Parks and Recreation

ADDRESS
1416 9th Street, Room 1431, Sacramento, CA 95814

California Department of General Services Use Only

☐ Exempt per: Exemption _____

☐ Contractor ☐ State Agency – Dept. of Parks and Rec. ☐ Dept. of General Services

Contractor's Name:
Contract Number:

Include cooperating association name and the contract number on the right side of each page of Exhibits A, D, and F.

Instructions for completing
Exhibit A
Scope of Work

Fill in the blanks where indicated. No signatures are required; return four copies of Exhibit A.

SCOPE OF WORK

1. Contractor (Association) agrees to a cooperative relationship with the Department of Parks and Recreation (Department) to fund and support interpretive and educational elements of state park units …….. corporation formed under the laws of California established in for the purpose of supporting interpretation and education in State Park System units through raising and managing funds and financially assisting the Department. The Internal Revenue Service has granted the Association charitable, tax exempt status.

Furthermore, the Association has consistently demonstrated its interest and diligence in delivering programs that complement the Department's mission by operating successfully under prior Contracts. In the spirit of partnership, the Department will continue to be significantly involved in the Association's activities, including the processes that determine the scope, nature and scheduling of programming and projects.

2. Authority
The Department ……
including fundraising and licensing activities and the receipt of donated funds, goods and services.

3. The services shall be performed at *either insert the name of state park units or insert the name of the county or counties where the association will operate or the Department District name* and any future state park units agreed to by both the Association and the Department.

4. The key officials during the term of this Contract will be:

Complete all fill-in boxes:

State Agency: California State Parks (CSP)	Association's Name:
Section/Unit:	
Attention:	Attention:
Address:	Address:
Phone:	Phone:
Fax:	Fax:
e-mail:	e-mail:

Direct all inquiries concerning this contract to the key officials indicated above. The officials may be changed via a written notification. All correspondence and approvals of the Department must be through the key official who is henceforth known as the Cooperating Association Liaison (CAL).

.

Instructions for completing
Exhibit B
Budget Detail

(Disregard this exhibit when preparing an contract. It is not applicable.)

Exhibit B is not applicable because this standard contract is a "zero dollar" contract *(i.e. no state dollars are going from the state to a contractor). No action is needed other than to note Exhibit B as "N/A" on the STD 213 cover page.*

Instructions for completing
Exhibit C General Terms and Conditions

The General Terms and Conditions (GTCs) contain standard contract language applicable to all state contracts. The Department of General Services (DGS) develops and formally approves this language.

Viewing and Downloading the GTCs
Because DGS may change the GTCs, cooperating associations and other state contractors are directed to download the most current copy from the DGS website at: http://www.ols.dgs.ca.gov/Standard+Language/default.htm

By signing the contract with Exhibit C noted on the STD 213 cover page, the Association and the State are certifying that they accept the GTCs and are ***incorporating the GTCs by reference into the contract****. DGS maintains archive versions of all GTCs by date. Contractors/state agencies may maintain their own copies, but this is not required.*

Amendments
DGS periodically amends the GTCs. Proposed GTC amendments are discouraged, but if there are any, they must be directed to and approved by DGS.

Instructions for completing the
Contractor Certification Clauses (CCCs)

Background

The CCCs are created by the Department of General Services (DGS). They are not physically part of the contract, but they are a supporting document in the contact package and each contracting association must execute them.

Distribution

The Association representative signs three copies, keeps one for its records. *DPR will keep one copy on file at the District and send one copy, along with the contract to DPR HQ. The CCCs are not physically part of the contract. Approved CCCs are not distributed to DGS.*

Technically the ***CCCs are incorporated by reference*** *into the General Terms and Conditions* ***(GTCs) that are incorporated in the standard contract as Exhibit C****. In signing the contract, the Association is accepting Exhibit C. Therefore the CCCs become part of Exhibit C of the standard contract "by reference." They are an attachment to the contract when it is formally processed, similar to the* ***Insurance Certificate****.*

Amendments

CCC amendments, if any, must be directed to and approved by DGS. CCC amendments are discouraged.

Viewing and Downloading the CCCs

Because the CCCs may need to be changed, the most current version must be downloaded from the DGS website at
http://www.ols.dgs.ca.gov/Standard+Language/default.htm .

Renewal

After the initial signing, the CCCs are downloaded and renewed on a three-year cycle. This action is independent of, but related to, contract approval.

For example, if a contract has a five (5) year term, the CCCs would need to be signed when the contract is signed (year one) and again before the beginning of year four.

Instructions for completing the
Contactor Certification Clauses

CERTIFICATION

I, the official named below, CERTIFY UNDER PENALTY OF PERJURY that I am duly authorized to legally bind the prospective Contractor to the clause(s) listed below. This certification is made under the laws of the State of California.

Contractor/Bidder Firm Name (Printed) *(Insert full Association name)*	*Federal ID Number* *(insert Association #)*
By (Authorized Signature) *Association Signature*	
Printed Name and Title of Person Signing: *(Association official)*	
Date Executed: *(insert current date)*	*Executed in the County of:* *(insert county name)*

1. CONTRACTOR CERTIFICATION CLAUSES

(Sections deleted to save space)

. PAYEE DATA RECORD FORM STD. 204

This form must be completed by all contractors that are not another state agency or other government entity. *(Note: Because this is a zero dollar contract, the STD 204 form is NOT applicable to this contract.)*

Instructions for completing
Exhibit D – #12 Insurance Requirements

Exhibit D, Section 12 details the most common insurance requirements that associations must meet. This section also refers to the Users Guide for Contract Administration that provides a more comprehensive analysis of insurance requirements.

Exhibit D, Section 12 Insurance Requirements

- *Click on the Insurance Requirement icon to download the Adobe pdf version of Insurance Requirements from the DPR website.*

- *Fill out the top of page one with Association name and Association Contract Number. Page 2 will automatically populate with this information.*

- *No signature needed; once the top lines on page 1 are completed with name and contract number, print out a hard copy of both pages and include one hard copy with each of the four contracts.*

Instructions for providing a Certificate of Insurance

An insurance certificate (an ACORD form or similar insurance certificate) is needed that contains the following required endorsements and conditions:

I. The certificate must contain the following endorsement:
The State of California, its officers, agents, employees and servants are included as additional insured, but only insofar as the operations under this contract are concerned.

II. The general liability insurance amounts must be indicated on the certificate and must be a minimum of:

- *$1 million per occurrence*
- *$2 million combined general aggregate*

III. The address for the State of California on the additional insured must be a Department of Parks and Recreation mailing address. For consistency, the following address is preferred:

State of California
Department of Parks and Recreation
Interpretation and Education Division, Attention: Cooperating Associations Program
P.O. Box 942896
Sacramento, CA 94296-0001

Only one copy of the certificate of insurance form is needed with each contract package.

Instructions for completing
Exhibit E -- Annual Report

Exhibit E is an example of the Cooperating Association Annual Report (DPR 973) which the Association will submit annually.

Click on the Exhibit E icon to download the Adobe pdf version of Exhibit E from the DPR website.

Fill out the top of page one with Association name and Association Contract Number.

Include the latest copy of Exhibit E DPR 973 (5 pages). The ***pdf report can not be electronically filled out and should not be used for submitting an annual report.***

For the latest copy of the DPR 973 (that is NOT in Exhibit E format), go to the DPR Share folder or the DPR web site http://www.parks.ca.gov/default.asp?page_id=22337.

No signature needed; once the top two lines are completed, print out all four pages and include one hard copy with each of the four contracts.

Instructions for completing
Exhibit F -- Logo License

Exhibit F licenses the use of the DPR Logo a licensed trademark to the association. This exhibit is the specific language of the Cooperating Association license which authorizes use of the DPR Logo only.

Other trademarked property
Association use of other Department intellectual property (such as historic photos or images from the Photo Archives) or Department use of association intellectual property will require a separate contract that is applied in a case-by-case basis.

Exhibit F Instructions
Click on the Exhibit F icon to download the Adobe pdf version of Exhibit F from the DPR website.

Fill out the top of page one with Association name and Association Contract Number.

On line 9 following the words California State Parks Logo insert State Park names and any registered Department trademarks other than the logo to be used by the Association. Do not insert "California State Parks," or "Department of Parks and Recreation."

On line 12 following the word "until" insert the ending date (term) indicated on page 1 (STD 213) of contract contract.

No signature needed; once the lines on page 1 are completed, print out a hard copy of both pages and include one hard copy with each of the four contracts.

Instructions for Instructions for providing a valid
Certificate of Insurance

An insurance certificate (an ACORD form or similar insurance certificate) is needed that contains the following required endorsements and conditions:

I. The certificate must contain the following endorsement:
The State of California, its officers, agents, employees and servants are included as additional insured, but only insofar as the operations under this contract are concerned.

II. The general liability insurance amounts must be indicated on the certificate and must be a minimum of:

- *$1 million per occurrence*
- *$2 million combined general aggregate*

III. The address for the State of California on the additional insured must be a Department of Parks and Recreation mailing address. For consistency, the following address is preferred:

State of California
Department of Parks and Recreation
Interpretation and Education Division
P.O. Box 942896
Sacramento, CA 94296-0001
Attention: Cooperating Associations Program

Only one copy of the certificate of insurance form is needed with each contract package.

Instructions for completing the
District Recommendation and DGS Exemption Certification

District Recommendation and DGS Exemption Certification

(Note: This is a tracking document only, not officially part of the legal contract. Return only one copy of this document with the contract package.)

District Recommendation (*note: The district may only recommend approval and can not formally approve this Contract.)*

STATE OF CALIFORNIA
Department of Parks and Recreation
I recommend this Contract for the Director's approval and signature.

BY: ***District Superintendent Signature***

TITLE: **District Superintendent**
California Department of Parks and Recreation

DATE: *(write in date)*

DGS Exemption Certification and Approval

Interpretation and Education Division Certification
(*Note: The Cooperating Associations Program Manager will complete this section.)*

☐ **All DGS conditions for exemption have been met. This Contract qualifies for exemption from the Department of General Services.**

or

☐ **Because the net value of this contract is more than $50,000 annually and/or there are addenda to the standard approved Contract language, this Contract does NOT qualify for exemption and requires Department of General Services approval.**

BY: ***Program Manager Signature***
TITLE: Cooperating Associations Program Manager

DATE: *(write in date)*

End of Contract Instructions