

Kentucky Wesleyan College

Policy & Procedure Manual

Retention of External Legal Counsel

Approval: KWC Officers

Policy Type: College

Policy Owner: Vice President of Finance

Responsible Office: Business Office

Revision History

Approval Date: March 2013

Modified:

Next Review: June 2016

1. Purpose

- 1.1. This policy outlines the authority, criteria, and process for retention and compensation of external legal counsel. KWC officers, trustees, faculty, staff and other related individuals who recognize a need or are considering hiring external legal counsel to consult with or represent Kentucky Wesleyan College in legal issues or concerns should notify the Vice President of Finance or President.

2. Policy

- 2.1. External legal counsel shall be engaged for those college matters that require specialized expertise. Issues concerning legal compliance or potential liability should be forwarded immediately to the VP of Finance or President when any trustee, faculty, staff or related party becomes aware of an issue or potential issue. Legally binding contracts for services or purchases that require a college authorized signature and commit the college to expenditure of funds exceeding \$5,000 annually or over the term of the contract, or commit the college to operating requirements or specific actions will be reviewed by the Vice President of Finance who will forward to external legal counsel if applicable.
- 2.2. Once requested for review, the Vice President of Finance or President is responsible for determining the need for contracting with external legal counsel to represent or consult with Kentucky Wesleyan College to protect the college's legal interests. All contact with external counsel shall be under the auspices and direction of the VP of Finance or President. After the initial determination and contact is made with legal counsel, another college officer or appropriate staff or faculty member may be designated as the primary contact with the external legal counsel for that specific legal issue of concern and resolution. The VP of Finance shall review and authorize all invoices or requests for payment from external legal counsel.
- 2.3. The college President, in consultation with the appropriate college trustees, administrators, faculty, staff or related parties, shall approve strategic and tactical decisions in all legal matters.

The KWC Board of Trustees will be kept apprised of all major college legal issues and concerns by the President.

3. Procedures

- 3.1. In overseeing an external legal counsel's representation, the VP of Finance or President will use the following guidelines:
 - 3.1.1. That external counsel is qualified with sufficient experience and expertise to represent the college's best interests in the legal concern. Different attorneys with applicable areas of expertise may be contracted to serve the college as needed, but one legal firm will be designated as the primary legal counsel.
 - 3.1.2. That the external counsel is accountable in a cost effective manner working under a written document of understanding with KWC for the assigned services.
 - 3.1.3. That the external counsel's fees, costs and disbursements are reasonable and submitted for payment in writing to the college.
 - 3.1.4. That the external counsel complies with applicable rules of professional conduct and applicable ethical standards in all matters.
 - 3.1.5. That external counsel submits legal documents for review sufficiently in advance for meaningful review prior to the filing or issuing of such documents on behalf of KWC.
 - 3.1.6. That external counsel provides the college all correspondence, legal documents and court rulings related to assigned college legal matters.
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