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OF COUNSEL – FALL 2009
the newsletter of

NORTHEASTERN UNIVERSITY
OFFICE OF THE UNIVERSITY COUNSEL
378 COLUMBUS PLACE

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REMINDER REGARDING UNIVERSITY CONTRACT REVIEW POLICY AND PROCEDURE

and

**CHANGE TO BOARD OF TRUSTEES POLICY REGARDING APPROVAL OF CONTRACTS
OF MORE THAN ONE YEAR**

Please be reminded that the University Contract Review Policy and Procedure is detailed on the Office of University Counsel's website at <http://www.northeastern.edu/legal>. All contracts must be accompanied by a signed and completed Office of University Counsel Contract Cover Sheet, which may be found on our website. The Cover Sheet requires, among other things, that the submitting employee certify that he or she has read the agreement, understands its terms, and has followed University procedures in submitting the contract and seeking its approval.

Prior University policy has required that any agreement which makes a commitment on behalf of the University for a duration of more than one year must be approved by the Board of Trustees. This policy has recently been revised by the Board of Trustees to require that such agreements be approved by the Board only in the event that the commitment involves an expenditure by the University of more than one million dollars as well as a commitment that is more than one year in duration. This policy change will eliminate the need for Board approval of many contracts which was required by the previous policy. If you have any questions or concerns regarding whether your particular agreement needs to be submitted for approval by the Board of Trustees, please call the Office of University Counsel at (617) 373 2157.

NOTE REGARDING AUTOMATIC RENEWAL CLAUSES IN CONTRACTS

Contracts, particularly those for services or software licenses, often include "automatic renewal" language. (For example, "This agreement is for a term of one year and will be automatically renewed for successive one year periods unless either party notifies the other of termination in writing 90 days prior to the anniversary date of the agreement.") In the past, if you wanted to retain the automatic renewal clause in your contract for business purposes, the contract would have to be approved by the Board of Trustees. Therefore, this clause was often deleted as a matter of course by the Counsel's Office in its review. **It is now your responsibility when submitting a contract for review to determine whether or not you**

want to retain the automatic renewal language. It is often a prudent practice to remove the automatic renewal language from a contract, so that you cannot accidentally miss the deadline by which you must notify the other party that you do not wish to renew and find yourself with an additional year's commitment unintentionally. Please carefully consider what works best for your business situation, and note accordingly on the cover sheet whether you want the automatic renewal language deleted.

PRESERVATION OF ELECTRONIC RECORDS/OUTLOOK MIGRATION

For those who have already migrated to Microsoft Exchange (Outlook) email, and for those who have yet to do so, please be reminded of the University's obligation to preserve relevant documents and data, including email regarding current and/or potential disputes and legal actions. Any employee who has emails which relate to a current dispute, and/or potential or current legal matter to which the University may be a party, **must** maintain any and all relevant emails to such issues in an archive. This obligation also relates to records which the University must keep in the normal course of business. Please spread this message throughout your unit. If you do not know how to create an archive, please contact the IS Help Line at x4357. If you are uncertain about whether this email applies to you and/or your unit, please contact the Office of University Counsel at x2157.

USING SOCIAL MEDIA AND SOCIAL NETWORKING ON THE INTERNET

Social media websites on the Internet are becoming increasingly useful as tools to communicate and interact with large groups of people. The term "social media" is difficult to define and the concept is continuously evolving. It can take many forms, including: personal blogs, professional blogs, microblogging services like Twitter, internet forums and bulletin boards, and social networking sites, such as LinkedIn and Facebook. It is important for members of the University community to distinguish between professional and personal online activity.

Northeastern recently developed social media best practices and a check list for use of social media both personally and as an employee on behalf of Northeastern. Please go to the Marketing and Communications webpage at <http://www.northeastern.edu/marcom/branding/social-media.html> to access the best practices.

If you use an @neu.edu e-mail address in the course of online activity, this implies that you are acting on behalf of Northeastern. This is a *professional e-mail* address and use with any type of social media must conform to the Northeastern University Appropriate Use Policy, the Faculty Handbook, and the Administrative Manual.

Conversely, activity engaged with a *personal e-mail* address must not be attributed to the University. When engaging in personal on-line activities, you must take care that what you publish online does not appear to be attributable to or endorsed by the University. Also, the trademarked Northeastern logo may only be used on blogs or social media groups formally maintained or recognized by the University. If you have not been authorized by the University to be a representative, you are not permitted to participate in social media on the University's behalf.

Finally, do not disclose or use confidential or proprietary University information or any faculty, staff, or student information in any form of online media. Respect the privacy of your fellow faculty, staff, and

students. Before sharing a comment, post, picture, or video about faculty, staff, or students through any type of social media or network, consent is not only a courtesy, it is a requirement.

We are happy to answer any questions about blogging or other use of social media and how that use may intersect with your work at the University.

IMMIGRATION

In Immigration, you must ALWAYS ask permission, NOT seek forgiveness.

The University can take advantage of a number of employment-based and visitor immigration categories to assist foreign nationals in coming to campus. All employment based sponsorship is handled by the Office of University Counsel, initiated by the personnel administrator in your department. Visitors, including researchers, scholars, and interns are handled by the International Student and Scholar Institute but begin with your departmental administrator. Arrangements for sponsorship of foreign nationals must be made **before** the individual begins working, visits or undertakes an internship and may often need to be completed and approved before the individual enters the United States.

IMMIGRATION ISSUES RELATED TO FACULTY & ACADEMIC SEARCHES

For important information on recruitment rules and document retention, please see the Provost's website:

http://www.northeastern.edu/provost/faculty/documents/Search_Requirements_.pdf

Some reminders:

Employment Interviews

When conducting interviews, there are only two questions you may ask candidates, and they must be asked of all candidates –not just the ones you think are foreign nationals:

1. Are you authorized to work full time in the United States?
2. Will you need the University's assistance in securing or maintaining that authorization?

Be careful not to ask questions that may go to nationality, citizenship or non-immigrant status. Questions like the following can be viewed as “back door” efforts to ascertain status.

What's your visa status? Are you a US citizen? Can I see your visa/passport/green card/social security card? Where were you born? What accent is that? Where did you grow up? and How long have you been here?

VISITORS or “B is Bad”

Arrangements for visitors to campus such as visiting faculty, researchers, scholars or interns must be made in advance of their visit. All non-employment visits will be handled by the International Student and Scholar Institute (ISSI). Visitors for legitimate academic programs and activities will most likely be in the status of J-1, permission for which is specifically sought by the host institution (Northeastern).

A common misconception is that individuals on tourist (B-2) or business (B-1) visas can collaborate on research projects while in the United States. Individuals on a business visa may participate in an organized conference but may not engage in any kind of research except short-term independent (not collaborative) inquiry. If you want to collaborate with a colleague, contact ISSI for the proper way to invite your fellow scholar to NU.

Professor Dracula of Transylvania plans to visit the United States on a B-2 business visa for a week. His research focus is the psychological effects of being a vampire. While in the U. S., he

MAY: Attend a conference

MAY: Deliver a paper

MAY: Interview conference attendees who may be vampires (in furtherance of his personal research)

MAY: Visit Hammond Castle to meet with the resident vampires (ditto)

MAY NOT: Discuss common research projects with his U. S. colleagues (collaborate)

MAY NOT: Visit American laboratories or research sites to discuss research (collaborate)

MAY NOT: Work or otherwise undertake activities that may be construed as work.

Individuals on a tourist visa may visit campus to assess whether or not Northeastern is of interest to them for study (not for employment). They may not conduct research, work or take academic courses during their visit. They may take an avocational, short-term program. If you wish to bring a student to campus for an internship or as an exchange scholar, please contact ISSI to being the proper process.

Patty Pilgrim of Mauritania plans to visit the United States on a B-1 tourist visa for three months. She is an undergraduate student at the University of New South Wales. While in the U. S., she

MAY: Visit colleges and universities to determine if any are of interest to her for transferring or graduate study

MAY: Travel nationwide from sea to shining sea to sightsee and engage in cultural activities

MAY: Take an avocational course not offered for academic credit such as Olmstead's Plan for the Public Gardens; how to make maple syrup; or the Influence of Paul Revere's Personality on his Ride.

MAY NOT: Enroll in any institution or study

MAY NOT: Engage in an exchange program or internship

MAY NOT: Conduct research of any kind, personal or collaborative

MAY NOT: Work or otherwise undertake activities that may be construed as work.

Who to Call:

If you have questions about Exchange Students, Student Interns, Faculty Visitors call:

International Student and Scholar Institute (617) 373-2310

Elsa Gontrum, Sal Mazzone

If you have questions about employment feasibility, processes or appropriate status call:

Office of General Counsel (617) 373-2157

Jigisha Patel, Deanna Jantzen

'Of Counsel' has been prepared as a general summary of important developments. It is not intended as individual legal advice. Should you have any questions or need information concerning a specific situation or any of the content of this advisory, please contact the Office of University Counsel, 378 Columbus Place, x2157.

This edition of Of Counsel was prepared with the assistance of David O'Brien, Law Fellow, and Paula Altman, Law Clerk.