

LESCOR

Legal Services Contract Review Application

Ryan Cooper
In-House Counsel
Northside Hospital System

NORTH
NORTHSIDE
HOSPITAL

Contract Management Changes

- LESCOR = electronic contract requisition system
- Replaces paper-based interim process
- LESCOR available for use by Gwinnett users NOW

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Contract Management Policy

- Available on Lucidoc under Administrative Policies > “Contract Management”
- Available on LESCOR welcome page
- High-Level Overview:
 - Requires a written agreement for all transactions with outside parties
 - Requires legal review of all documents that require Northside’s signature/agreement
 - Requires that some written agreements be submitted through LESCOR prior to signing
 - Establishes who is authorized to sign contracts
 - Describes how contracts are stored and maintained



What is a “contract”?

- Broad definition in Contract Management Policy
- Any document in any form (paper or electronic) that obligates Northside to do anything (e.g. pay money, provide healthcare services, grant data use rights, etc.)
- Familiar examples:
 - Service agreements, purchase agreements, lease agreements, license agreements, non-disclosure/confidentiality agreements
- Other examples that **ARE** considered “contracts” but may not appear to be a contract:
 - Statements of work, proposals, quotes, letters of agreement, engagement letters, memoranda of understanding, letters of intent, offers/acceptances, amendments to existing contracts
- ASSUME THAT ANY DOCUMENT REQUIRING A NORTHSIDE SIGNATURE IS A CONTRACT



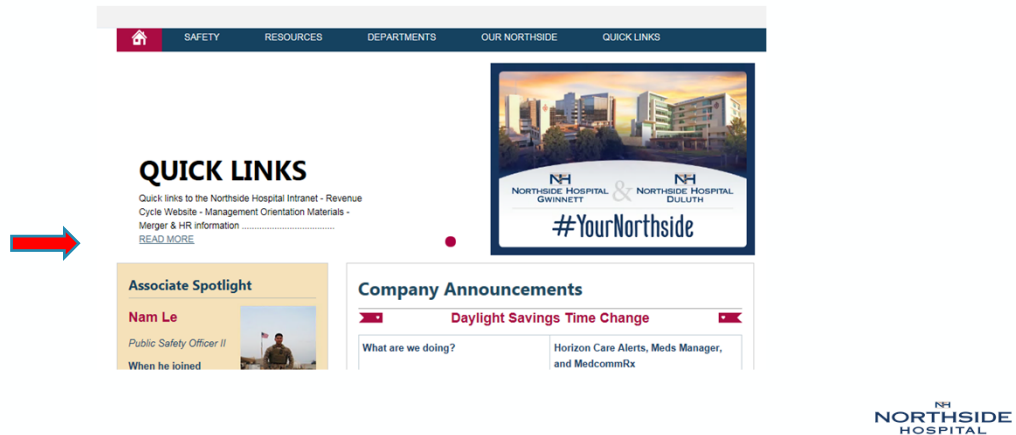
Which contracts should be submitted through LESCOR?

- All contracts except:
 - Real estate transactions (leases, construction, architectural, etc.)
 - Employment agreements (provider and employee)
 - Clinical research
 - Managed care
 - Insurance
 - Physician Service Agreements (PSAs)
- Must still be reviewed by counsel for Northside before agreeing
- Contact Legal Services for more information

Importance of Contract Review

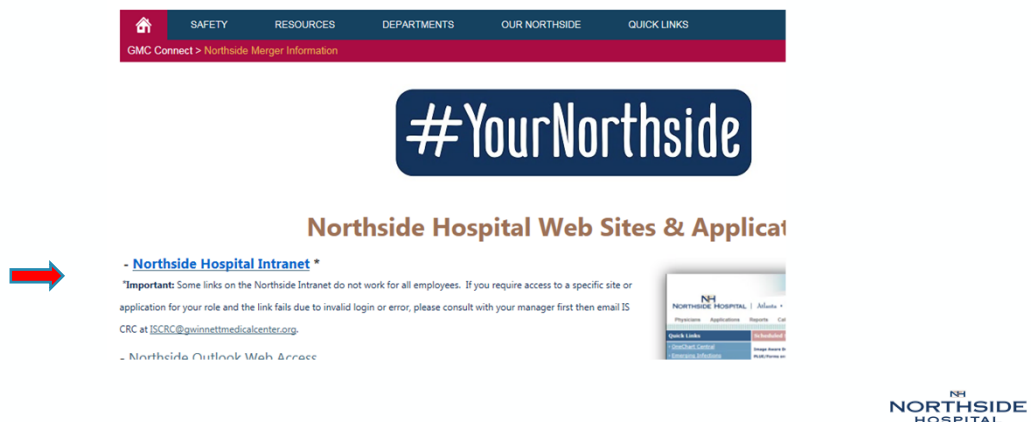
- Contracts are legal documents that impose financial or other obligations on Northside
- Two Primary Goals:
 - Mitigate risk
 - Manage expenditures
- Compliance
 - Healthcare regulations
 - New accounting guidelines

Accessing LESCOR - Northside Connect



The screenshot shows the Northside Hospital website homepage. At the top is a navigation bar with links: SAFETY, RESOURCES, DEPARTMENTS, OUR NORTHSIDE, and QUICK LINKS. Below the navigation bar, there is a 'QUICK LINKS' section with a red arrow pointing to it. The 'QUICK LINKS' section lists: Quick links to the Northside Hospital Intranet - Revenue Cycle Website - Management Orientation Materials - Merger & HR Information, with a 'READ MORE' link. To the right of the 'QUICK LINKS' section is a large image of the Northside Hospital buildings with the text '#YourNorthside'. Below the 'QUICK LINKS' section is an 'Associate Spotlight' for Nam Le, Public Safety Officer II. To the right of the 'Associate Spotlight' is a 'Company Announcements' section with a 'Daylight Savings Time Change' announcement. The Northside Hospital logo is in the bottom right corner.

Accessing LESCOR



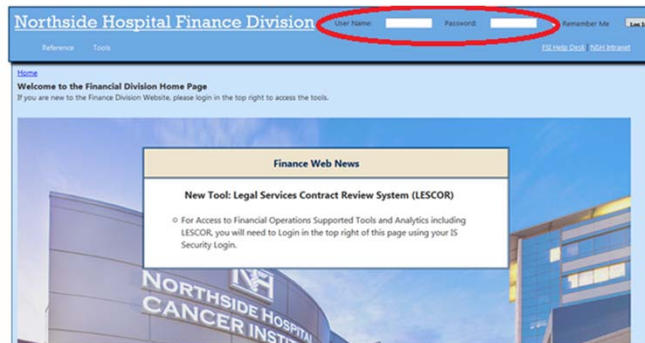
The screenshot shows the Northside Hospital website with the '#YourNorthside' banner. Below the banner is a section titled 'Northside Hospital Web Sites & Applications'. A red arrow points to the first link: '- Northside Hospital Intranet *'. Below this link is an important note: 'Important: Some links on the Northside Intranet do not work for all employees. If you require access to a specific site or application for your role and the link fails due to invalid login or error, please consult with your manager first then email IS CRC at ISCRC@guinnettmedicalcenter.org.' Below this note is another link: '- Northside Outlook Web Access'. To the right of the links is a small image of the Northside Hospital Intranet login page. The Northside Hospital logo is in the bottom right corner.

Accessing LESCOR



Log In

- User Name = Northside employee number
 - Begins with "e"
- Password = Northside Active Directory password
- Unsure? Contact IS Help Desk
 - 404-851-8883



Accessing LESCOR

The screenshot shows the Northside Hospital Finance Division website. The header includes the title "Northside Hospital Finance Division", a sub-header "FSI Training 2", and a "Logout" button. Below the header, there are links for "Reference" and "Tools". The main content area features a "Finance Web News" section with the following information:

Business Intelligence & Data Strategies
Support Phone Line
404-255-5278
 for BIDS supported data and processes

New Tool: Legal Services Contract Review System (LESCOR)

To access your Financial Operations Supported Tools and Analytics, please select from the Tools dropdown above, or click [here for LESCOR](#).

A red arrow points to the "here for LESCOR" link.

The Northside Hospital logo is visible in the bottom right corner.

Welcome Page

The screenshot shows the LESCOR Welcome Page. The header includes the title "Northside Hospital Finance Division", a sub-header "FSI Training 2", and a "Logout" button. Below the header, there are links for "Reference" and "Tools". The main content area features a "Welcome" section with the following information:

Welcome, Test 2, to the Legal Services Contract Review System "LESCOR"

LESCOR is used to submit contracts for review by Northside Legal Services.

If you do not have a contract, and need Legal Services to prepare one, please call Ryan Cooper at 404-851-8030.

To continue using LESCOR, please confirm the below by clicking the checkbox provided.

☐ I have read and agree to the Contract Management Policy located [here](#).

A red arrow points to the "here" link.

The Northside Hospital logo is visible in the bottom right corner.

Welcome Page

NH
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Welcome Page

Home > Tools > LESCOR

Welcome | Submit Vendor Contract | Approve Contracts | Browse Contracts

Welcome, Test 2, to the Legal Services Contract Review System "LESCOR"

LESCOR is used to submit contracts for review by Northside Legal Services.

If you do not have a contract, and need Legal Services to prepare one, please call Ryan Cooper at 404-851-8030.

☒ I have read and agree to the Contract Management Policy located [here](#).

To submit a new contract, please select the Contract Cost Center: 3007700 - REHAB SERVICES GMC

If you are missing a Cost Center, please contact Kristen.Moody@northside.com.

Authorized Users based on Cost Center:

Role	Users
Ops1	Cheryl Heller
Ops2	Jay Dennard
Ops4	Debbie Mitcham

If you believe the information above is in error, please email the correct information to Kristen.Moody@northside.com.

This submission process will require the following approvals:

Current Approval Requirements:

Contract Price Annual Total	Authorized Approvals
Less than or equal to \$50,000	Requestor and Direct Supervisor
Greater than \$50,000 but less than or equal to \$250,000	Requestor, Direct Supervisor, and Northside System VP or Campus CEO
Greater than \$250,000	Requestor, Direct Supervisor, and Northside System CFO or Northside System Controller

Please proceed to one of the tabs at the top.

Submit Contract

[Home](#) > [Tools](#) > [LESCOR](#)

[Welcome](#) [Submit Vendor Contract](#) [Approve Contracts](#) [Browse Contracts](#)

[Reset Page](#)

Contract Name:	<input type="text"/>	Desired Length of Contract:	<input type="text"/>
Date:	3/6/2020	Should the Contract Auto-Renew?	<input type="radio"/> Yes <input type="radio"/> No
Requestor:	FSI Training 2	Desired Renewal Term:	<input type="text"/>
Contract Cost Center Number:	3007700 - REHAB SERVICES GMC	Annual Contract Cost:	(Select Annual Expense) <input type="text"/>
Vendor Name:	<input type="text"/>	Purpose of the Contract:	<input type="text"/>
Contract Type:	(Select Contract Type) <input type="text"/>	Budget Expense Account:	(Select Expense Account) <input type="text"/>
Northside Contracting Party:	(Select Contract Party) <input type="text"/>		

Unless otherwise noted, all information on this page is required.

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Submit Contract

Question	
1. Does this contract involve connection to any Northside computer equipment or networks, including Wi-Fi or involve computer technology or software, including software as a service?	<input type="radio"/> Yes <input type="radio"/> No
2. Will Vendor employees or agents be present on hospital premises?	<input type="radio"/> Yes <input type="radio"/> No
3. Is the vendor a physician, immediate family member of a physician, a physician practice, or another entity owned or controlled by physicians?	<input type="radio"/> Yes <input type="radio"/> No
4. Was this expenditure approved by Financial Planning in the current operating or capital budget?	<input type="radio"/> Yes <input type="radio"/> No
5. Will the equipment or supplies acquired under this contract be used to perform medical or surgical procedures not previously performed at Northside (i.e., new technology, new procedures, or experimental procedures)?	<input type="radio"/> Yes <input type="radio"/> No
6. Does the contract involve vendor access to or use or disclosure of Protected Health Information?	<input type="radio"/> Yes <input type="radio"/> No
7. Has Northside ever terminated a contract with the vendor for cause or has the vendor or any of its representatives ever been banned from Northside's premises?	<input type="radio"/> Yes <input type="radio"/> No
8. Are there any deadlines associated with this contract request?	<input type="radio"/> Yes <input type="radio"/> No
9. Are you concerned about anything in the contract?	<input type="radio"/> Yes <input type="radio"/> No
10. Does this contract involve a lease? (A lease generally occurs when a contract involves a physical asset, supplies, or software and the contract payment terms plus any renewal periods are greater than one year.)	<input type="radio"/> Yes <input type="radio"/> No
11. Is the contract for the purchase or lease of equipment, supplies, or software? (If yes, you are required to confer with Kathy James or Kevin Love from Materials Management and include any comments from Materials Management concerning business terms and pricing with this request. Please specify whether you spoke with Kathy James or Kevin Love in the text box below.)	<input type="radio"/> Yes <input type="radio"/> No

Submit Contract

- After submitting, you will be given a LESCOR ID #

Please select and upload the contract, as well as all exhibits and schedules:

[Browse...](#) No file selected.

[Upload](#)

Uploaded Documents

None

Enter any additional comments here (optional):

You will review this form and submit your request on the next page.

[Next](#)

Browse Submitted Contracts

- Contracts you submitted
- Contracts others submitted in cost centers that you are authorized to view
- Need access to another cost center?
 - Contact Kristen Moody
 - 404-851-8293

[Home](#) > [Tools](#) > [LESCOR](#)

Welcome | [Approve Contracts](#) | [Browse Contracts](#)

☐ Pending Dept Approval
☒ Pending Legal Approval
☒ In Progress
☐ On Hold
☐ No Response
☐ Deleted

☐ Approved
☐ Closed
☐ Loaded

Submission Date Between: and

Assigned To: (View All)

Request ID:

Requestor: (View All)

Contract Cost Center: (View All Available)

Keywords:

[Search](#) [Reset](#)

ID	Vendor Name	Contract Name	Requestor	Date Submitted	Assigned	Date Approved	Deadline	Contract Status	Pending Approval By
1091	Vermont Oxford Network	Vermont Oxford Network Membership Agreement	Kate Duckett	2/19/2020		2/20/2020			
1092	Abbott	Abbott DBS Agreement	Kevin Love	2/19/2020		2/20/2020			
1093	Nalco Water	BMT Water Filters	Lorie Gassel	2/21/2020		2/21/2020			
1094	Compass	Compass Amendment to MSA - Gwinnett	Carl Waller	2/21/2020	Kristi North	2/24/2020	2/28/2020	In Progress	
1097	Medela	ENTERAL FEEDING EQUIPMENT AGREEMENT	Melissa Sisson	2/24/2020		2/24/2020			
1098	Masimo	Masimo Pricing Agreement	Kevin Love	2/24/2020	Ryan Cooper	2/25/2020		In Progress	

Contract Status

- Pending Approval By = additional approvals needed
 - Requestor must contact required approvers
 - **Legal will not review contracts that do not have all required approvals**
- Received = All approvals secured; ready for legal review
- In Progress = Legal reviewing
- On Hold = problem that must be resolved before signing
- Approved = Legal has reviewed, negotiated, and approved; ready for signature
- Closed = Legal has received fully signed copy
- Loaded = Loaded in Meditrac (Northside's database)
- No Response = From department; subject to deletion
- Deleted = Not approved; no longer needed; no response; duplicate; etc.

Home > Tools > LESCOR

Welcome | Approve Contracts | Browse Contracts

Submission Date Between: and

Assigned To: Request ID: Contract Cost Center:

Requestor: Keywords:

☐ Pending Dept Approval
☒ Pending Legal Approval
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ID	Vendor Name	Contract Name	Requestor	Date Submitted	Assigned	Date Approved	Deadline	Contract Status	Pending Approval By
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1094	Compass	Compass Amendment to MSA - Winnett	Carl Waller	2/21/2020	Kruti North	2/24/2020	2/26/2020	In Progress	
1097	Medela	ENTERAL FEEDING EQUIPMENT AGREEMENT	Melissa Bissan	2/24/2020		2/24/2020			
1098	Masimo	Masimo Pricing Agreement	Kevin Love	2/24/2020	Ryan Cooper	2/25/2020		In Progress	

LESCOR Approval

- Contract is automatically routed to designated approvers
- Approvers are determined based on cost center and contract amount
- Other approvals may be required at the discretion of Legal if the contract impacts other departments or operations
- Examples:
 - Finance if not budgeted
 - Information Systems if security concerns
 - Compliance
 - Quality/Patient Safety & Medical Staff Office if new device or procedure
 - Supply Chain
 - Accounting if a lease

Review Contracts Pending Your Approval

•Email notification when contract submitted

•Sender = ssrs@northside.com

Home > Tools > **LEADOR**

Welcome Approve Contracts Browse Contracts

Refresh

Contracts Seeking your Approval:

There are no contracts currently waiting on your approval.

Recently Reviewed Contracts:

ID	Dept #	Contract Name	Requestor	Date
1095	7101101	Beckman Coulter DXH 600 Service Contract	Ben Hulsey	2/24/2020
1096	7101101	Megotec / Hydro Inc Preventative Maintenance Agreement	Ben Hulsey	2/24/2020
1102	1000413	Quote # 193236-2	Victoria Steele	2/26/2020
1103	1000725	Testing partner agreement	Victoria Steele	2/26/2020
1119	2201296	Allscripts Remote License	Dawn Hodges	3/5/2020
1120	2201296	Allscripts Eligibility Subscription 369501-1	Dawn Hodges	3/5/2020
1121	1000955	Abbott CRM Products Purchase Agreement	Kevin Love	3/6/2020

Review Contracts Pending Your Approval

10. *(A lease generally occurs when a contract involves a physical asset, supplies, or software and the contract payment terms plus any renewal periods are greater than one year.)* No

11. *Is the contract for the purchase or lease of equipment, supplies, or software? (If yes, you are required to confer with Kathy James or Kevin Love from Materials Management and include any comments from Materials Management concerning business terms and pricing with this request. Please specify whether you spoke with Kathy James or Kevin Love in the text box below.)* Yes

Please explain: Contacted Kathy and Carl

Requestor comments:

File Name
2020-25 PST6v1 PM Northside Hospital Inc (1-18542789631) 6feb20-ASPAN.docx [Download](#)

Your comments:

Approve Form **Reject Form**

Recently Viewed Contracts

- Contracts within your approved cost center that have recently been approved
- Useful in cost centers with multiple managers/directors



Home > Tools > **LESCOR**

Welcome Approve Contracts Browse Contracts

Refresh

Contracts Seeking your Approval:

There are no contracts currently waiting on your approval.

Recently Reviewed Contracts:

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1121	1000955	Abbott CRM Products Purchase Agreement	Kevin Love	3/6/2020

Legal Review

- Please be patient
 - 1 Legal Department for the entire system
 - Request as much in advance as you possibly can
 - Delays may be caused by responsiveness of Northside and outside parties
- During negotiation phase Requestor serves as liaison between Legal and the outside party
- Drafts/comments are confidential unless otherwise instructed
- NO SIGNATURE UNTIL LEGAL APPROVAL

Signatures

- Requestor obtains signature of other party first
- Emails signed contract back to Legal
- Legal approves form for Northside signature
- 2 or 3 Northside signatures required based on contract amount (see Contract Management Policy)



Meditract

- Requestor is responsible for ensuring that Legal is provided a **fully** signed copy (all signatures on document)
- Email copy to deborah.cox@northside.com
- Include LESCOR ID #
- Contracts usually uploaded into Meditract within 3 business days of receipt
- Going forward all Gwinnett contracts will be uploaded into Northside's Meditract database
- Gwinnett Meditract database will be maintained for historical purposes



Other Important Points

- AP may refuse to make payment if this process is not followed
- Do not upload redlines/drafts in progress/ signed contracts back into LESCOR
 - Email drafts in progress to assigned attorney and reference LESCOR ID #
 - Email completed contracts to Deborah Cox and reference LESCOR ID #
- New vendor?
 - If PO (goods or services), first contact Supply Chain
 - If non-PO, first contact AP (Kim Williams or Rita Ethridge)
- Requestor and Approvers have primary responsibility for reviewing and negotiating business terms
- Do not forward emails from Legal or disclose comments on drafts unless Legal consents
- Dispute?
 - Contact Legal *early* and *before* withholding payment or communicating (orally/writing/email) with the other party concerning the dispute



Questions?

Ryan Cooper
Northside Legal Services
404-851-8084
ryan.cooper@northside.com



New Leasing Guidance

Patrick Brock
Accounting
Northside Hospital System



New Leasing Guidance and Impact to Northside/Gwinnett

- Northside/Gwinnett will record new lease assets and liabilities, as well as change the way certain expenses are reported.
 - Rent and supply expense may be reclassified to depreciation and interest expense
 - No material impact to departmental bottom lines
- Compliance will be a key area of focus during annual financial statement audit.
 - Identification of all potential leases is critical
- LESCOR system serves as a control to ensure compliance.



What is a Lease?

- A lease generally occurs when a contract involves a physical asset, supplies, or software and the contract payment terms plus any renewal periods are greater than one year.
- A lease also occurs when we receive a physical asset at no cost in exchange for committing to purchase a minimum amount of supplies / disposables.
 - Equipment placement agreement
- Key takeaways:
 - A contract that contains a lease may not be explicitly identified as a lease.
 - Please be mindful of renewal periods.

Annual Attestation

- All LESCOR users will complete an annual attestation in Net Learning to confirm adherence to the Contract Management Policy (including identification of all leases).
- Details to follow later this year.

Questions about leases?

Patrick Brock
Accounting
404-780-7334
patrick.brock@northside.com

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