



# Retention of External Legal Counsel

<b>Policy Number</b>	2-104.2
<b>Responsible Authority</b>	Vice President and General Counsel
<b>Initiating Authority</b>	Vice President and General Counsel
<b>Effective Date</b>	10/13/2021
<b>Date of Origin</b>	10/18/2006

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## APPLICABILITY/ACCOUNTABILITY

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This policy applies to deans, directors, department heads, unit administrators, faculty and staff members, and other individuals who have identified a need for legal advice and counsel as to a university matter, and who believe that hiring or retaining external legal counsel to represent the university may be necessary. This policy applies to the university and its related entities.

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## BACKGROUND INFORMATION

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The purpose of this policy is to set out the authority, criteria, and process for the retention and compensation of external legal counsel representing the university (including any of its related entities) and its departments and units in legal matters.

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## POLICY STATEMENT

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The General Counsel is responsible for the provision of all legal advice, counsel, and representation for matters involving the university, or its related entities, or matters within the official responsibilities of any officer or employee of the university, or any of its related entities. Only the General Counsel may retain external legal counsel or law firms to represent the university or any college, department, unit, or related entity, (or university or related entity officer or employee in their official capacity.)

Requests for legal advice and counsel, including matters believed to require external counsel, must be made to the Office of the General Counsel. The General Counsel or designee, in

consultation with the appropriate university administrators, shall be responsible for setting forth or approving strategic and tactical decisions in legal matters.

The Office of the General Counsel provides many legal services without the necessity or cost of retaining external legal counsel. When the office provides legal services in conjunction with external legal counsel, that counsel is selected carefully, taking into account areas of expertise, billing rates, and any prior experience with the firm. Further, to ensure that all available legal privileges are protected, communications with (potential or contracted) external counsel shall be under the auspices and at the direction of the General Counsel.

This policy does not change the authority of the members of the University of Central Florida Board of Trustees to retain outside counsel under appropriate circumstances and with a Board resolution approving the retention of outside counsel.

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## DEFINITIONS

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**General Counsel.** The term “General Counsel” means the vice president and general counsel and employed attorneys within the Office of the General Counsel designated to act on the General Counsel’s behalf.

**Related Entities.** The term “related entities” means the university direct support organizations and any practice plan corporations created by the university.

**University.** The term “university” in this policy includes the university as a public body corporate and its related entities.

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## PROCEDURES

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Normally, external legal counsel shall be engaged only for those matters that require specialized expertise, including for litigation matters. Requests for retention of external legal counsel shall be made to the General Counsel by the president or the appropriate vice president.

In overseeing an external legal counsel’s representation, the General Counsel will use the following guidelines:

1. That outside counsel is accountable for the cost-effective management of the assigned legal matter;
2. That outside counsel has the appropriate expertise or skill level necessary for the assigned matter;
3. That outside counsel’s fees, costs, and disbursements are submitted for payment in writing;

4. That outside counsel complies with the applicable rules of professional conduct and applicable ethical standards;
5. That outside counsel submits legal documents for review, as requested by the General Counsel, sufficiently in advance for meaningful review prior to filing or service;
6. That outside counsel provides the General Counsel significant documents and court rulings related to assigned legal matters; and
7. That outside counsel communicates effectively and efficiently with the General Counsel.

<b>POLICY APPROVAL</b> <b>(For use by the Office of the President)</b>	
Policy Number: 2-104.2	
Initiating Authority: <u></u>	Date: <u>9/30/21</u>
University Policies and Procedures Committee Chair: <u></u>	Date: <u>9/28/21</u>
President or Designee: <u>Alexander Cartwright</u>	Date: <u>10/13/2021</u>

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History: 2-104 10/18/2006; 2-104.1 6/3/2016