

Independent Contractor Agreement v. Vendor Agreement – When to use:

The Independent Contractor Agreement and Vendor Agreement are similar agreements with comparable provisions but were developed specifically for use in different transactional contexts. Most vendors will indeed be independent contractors with the difference being the manner, method, and type of products/services and the personnel involved. In this context, a vendor typically will be an individual or organization that sells similar products to various customers, while an independent contractor is an organization or individual contracted for specific tasks.

The Independent Contractor Agreement is for use in those situations where the University is contracting with an individual or an organization for personalized services to be performed by specific individuals or personnel. For example, the Independent Contract Agreement would be appropriate when contracting with a consulting firm for a specific consultant(s) to perform the actual services.

On the other hand, the Vendor Agreement is for use in traditional vendor relationships where the vendor will be providing services, products, supplies, licenses, etc. to the University and the identity and number of vendor personnel performing the services is not of particular importance. These vendors are technically independent contractors but they are not for individualized services and furnish more broad, generalized, or campus-wide services and/or products. For example, a Vendor Agreement would be appropriate for an organization providing general paper shredding services to the University where multiple personnel may perform the work on any given date.

If you are unsure whether the Independent Contractor Agreement or the Vendor Agreement should be used for a transaction, please contact the Purchasing Department for further assistance.