

AMERICAN
SOCIETY OF
INTERIOR
DESIGNERS

A background image showing a group of people in a professional setting, likely a design studio or office. They are gathered around a desk, looking at documents and a laptop. One person is holding a pen over a document. The image is overlaid with a semi-transparent purple and blue gradient.

2018 ASID RESIDENTIAL CONTRACT FORM AGREEMENTS

USER GUIDE



Thank you for your interest in the ASID Residential Contract Form Agreements.

In our continuing effort to support design industry business owners and entrepreneurs with the latest tools, knowledge, and best practices in the industry, we are proud to provide these comprehensive contracts to protect your business.

ASID is pleased to offer our members a wide variety of must-have, business-building products, including health, supplemental, and business insurance, website and marketing consulting, to the trade discounts, and much more. Learn more at [asid.org/resources/asid-advantage](https://www.asid.org/resources/asid-advantage).

Please check the [asid.org](https://www.asid.org) website frequently to stay on top of the latest offerings from ASID. It is our goal to support you as you support others through the belief that Design Impact Lives.

USER GUIDE

I. INTRODUCTION

Thank you for purchasing the 2018 ASID RESIDENTIAL CONTRACT FORM AGREEMENTS (the “**Contract Package**”).

As agreed by you at the time of purchase, your use of the Contract Package is, at all times, governed by the 2018 ASID Residential Contract Form Agreements Terms of Use (“**Terms of Use**”), a copy of which is available online at asid.org/contracts-terms-of-use.

The Contract Package includes a general form agreement consisting of:

- i. A letter of agreement;
- ii. Nine (9) schedules to the letter of agreement (as well as variations of certain schedules); and
- iii. A blank schedule to add, modify, and/or delete contract terms based on an individual designer’s business needs, legal requirements, and individual preferences.

Each of these forms is to be assembled and completed by you. The Contract Package is provided as a single Word document. Each schedule begins on a new page, with its associated options (if any) clearly labeled and on separate pages. Sections that you must complete and/or edit are highlighted throughout the document.

The Contract Package should be used in conjunction with an attorney licensed in your jurisdiction.

The Contract Package is NOT a substitute for the legal advice of an attorney. ASID is not a law firm, and is not authorized to practice law. As a result, ASID will not (and is not able to) provide any advice, explanation, consultation, recommendation, assistance, or opinion regarding the Contract Package, your use of the Contract Package, your selection (or non-selection) of the various schedules contained in the Contract Package, or any other matters of law. To the extent that you have any questions regarding any document in the Contract Package or questions regarding any language used in any document, please consult with your attorney.

This User Guide is not a substitute for advice from an attorney.

This User Guide does not constitute legal advice or business advice. This User Guide provides information of a general, educational nature only, including:

- i. A general outline of the Contract Package solely for reference purposes; and
- ii. A chart identifying the fee structures that will result from the various combinations of *Schedule D – Purchasing Services*, and *Schedule F – Designer Compensation*.

ASID does not in any manner suggest that the Contract Package or any combination of schedules in the package is the right choice for you or your business.

Your use of the Contract Documents does NOT create an attorney-client relationship with the attorneys who drafted the Contract Documents.

The drafting attorneys make no representations or warranties regarding the content of the Contract Documents or the suitability of any document for you, for your design project, or for the operation of your business. Each design project is unique, each designer has different needs, and laws applicable to design contracts and interior design services vary from state to state. As a result, it is impossible to draft a universal agreement that would adequately address all of the variables for any given project (and the drafting attorneys have not attempted to create such a document in this case).

Accordingly, to the extent that you have any questions regarding this User Guide or any document included in the Contract Package, and/or to the extent you require modifications to any of the templates, please contact your local attorney so that she may answer your questions and customize the contract to meet your specific needs.

II. CONTRACT PACKAGE TABLE OF CONTENTS

The Contract Package includes the following documents:

The Letter of Agreement

- Schedule A – Preliminary Project Information
- Schedule B – Design Concept Services
- Schedule C – Selection of Merchandise
- Schedule D – Purchasing Services (Five Options – Please See Section III of this User Guide)
 - D-1
 - D-2
 - D-3
 - D-4
 - D-5
- Schedule E – Project Administration Services
- Schedule F – Designer Compensation (Nine Options – Please See Section III of this User Guide)
 - F-1
 - F-2
 - F-3
 - F-4
 - F-5
 - F-6
 - F-7
 - F-8
 - F-9
- Schedule G – Terms and Conditions of Sale
- Schedule H – Termination Rights (Three Options)
 - H-1 – Termination for Cause (Designer and Client) *and* Voluntary Termination by Client
 - H-2 – Termination for Cause (Designer and Client) *and* Voluntary Termination by Client *and* Termination Fee (Four variations)
 - H-3 – Termination upon Notice by Either Party
- Schedule I – Claims and Disputes (Two Options)
 - I-1 Litigation w/ Optional Mediation
 - I-2 Arbitration w/ Optional Mediation
- Schedule J – Additional Terms and Conditions
- Schedule K – Supplemental Terms (blank)

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III. DESIGNER FEE STRUCTURES

Different combinations of the five versions of *Schedule D – Purchasing Services* and the nine versions of *Schedule F – Designer Compensation* provide a variety of fee options for the designer to choose from. The information referenced below shows how each of the schedule combinations could impact Designer Compensation for:

- i. Design Services
- ii. Purchasing Services, and
- iii. Project Administration Services.

FIXED FEE BASE AGREEMENT

Table 1: All Services Provided To Client For A Single, Fixed Fee

FIXED DESIGN FEE	Letter of Agreement	Schedule A Preliminary Project Information	Schedule B Design Concept Services	Schedule C Selection of Merchandise	Schedule D Purchasing Services	Schedule E Project Administration Services	Schedule F Designer Compensation	Schedule G Terms and Conditions of Sale	Schedule H Termination Rights	Schedule I Dispute Resolution	Schedule J Additional Terms and Conditions	Schedule K
1. A single, fixed fee for the following services: (i) interior design services (ii) purchasing services & (iii) project administration services 2. Designer <u>IS NOT</u> Client's Purchasing Agent. 3. Generally, the cost of merchandise to Client is the Designer's NET COST , without any additional Designer markup.	✓	✓	✓	✓	D(1)	✓	F(1)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
1. A single, fixed fee for the following services: (i) interior design services (ii) purchasing services & (iii) project administration services 2. Generally, the Designer <u>IS</u> Client's Purchasing Agent 3. Generally, the cost of merchandise to client is the VENDOR'S QUOTED PRICE , without any additional Designer markup.	✓	✓	✓	✓	D(2)	✓	F(1)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓

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Table 2: Purchasing Fee Based on % of Net Cost of Merchandise

FIXED DESIGN FEE WITH VARIATIONS DESIGNER NOT A PURCHASING AGENT	Letter of Agreement	Schedule A Preliminary Project Information	Schedule B Design Concept Services	Schedule C Selection of Merchandise	Schedule D Purchasing Services	Schedule E Project Administration Services	Schedule F Designer Compensation	Schedule G Terms and Conditions of Sale	Schedule H Termination Rights	Schedule I Dispute Resolution	Schedule J Additional Terms and Conditions	Schedule K
<p>FEE STRUCTURE (1)</p> <p>1. A single, fixed fee for both interior design services and project administration services</p> <p>2. A separate purchasing fee to be calculated as a % of the NET COST of merchandise</p>	✓	✓	✓	✓	D(3)	✓	F(3)	✓	H(1) H(2) -or-H(3)	I(1) -or- I(2)	✓	✓
<p>FEE STRUCTURE (2)</p> <p>1. A fixed fee for interior design services</p> <p>2. A separate purchasing fee to be calculated as a % of the NET COST of merchandise, PLUS:</p>												
<p>OPTION (A)</p> <p>3. A second fixed fee for project administration services</p>	✓	✓	✓	✓	D(3)	✓	F(4)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
<p>OPTION (B)</p> <p>3. A project administration fee calculated as a % of interior construction costs</p>	✓	✓	✓	✓	D(3)	✓	F(5)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
<p>OPTION (C)</p> <p>3. Hourly compensation for project administration services</p>	✓	✓	✓	✓	D(3)	✓	F(6)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓

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Table 3: Purchasing Fee Based on % of Established List Price of Merchandise

FIXED FEE WITH VARIATIONS DESIGNER NOT A PURCHASING AGENT	Letter of Agreement	Schedule A Preliminary Project Information	Schedule B Design Concept Services	Schedule C Selection of Merchandise	Schedule D Purchasing Services	Schedule E Project Administration Services	Schedule F Designer Compensation	Schedule G Terms and Conditions of Sale	Schedule H Termination Rights	Schedule I Dispute Resolution	Schedule J Additional Terms and Conditions	Schedule K
FEE STRUCTURE (1)												
1. A single, fixed fee for both interior design services and project administration services	✓	✓	✓	✓	D(5)	✓	F(3)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
2. A separate purchasing fee to be calculated as a % of the ESTABLISHED LIST PRICE for merchandise												
FEE STRUCTURE (2)												
1. A Fixed fee for interior design services												
2. A separate purchasing fee to be calculated as a % of the ESTABLISHED LIST PRICE for merchandise, PLUS:												
OPTION (A)												
3. A second fixed fee for project administration services	✓	✓	✓	✓	D(5)	✓	F(4)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
OPTION (B)												
3. A project administration fee calculated as a % of interior construction costs	✓	✓	✓	✓	D(5)	✓	F(5)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
OPTION (C)												
3. Hourly compensation for project administration services	✓	✓	✓	✓	D(5)	✓	F(6)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓

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Table 4: Designer as Purchasing Agent & Purchasing Fee Based on % of Vendor's Quoted Price

FIXED DESIGN FEE WITH VARIATIONS	Letter of Agreement	Schedule A Preliminary Project Information	Schedule B Design Concept Services	Schedule C Selection of Merchandise	Schedule D Purchasing Services	Schedule E Project Administration Services	Schedule F Designer Compensation	Schedule G Terms and Conditions of Sale	Schedule H Termination Rights	Schedule I Dispute Resolution	Schedule J Additional Terms and Conditions	Schedule K
<p>BASIC FEE STRUCTURE (1)</p> <p>1. A fixed fee for <u>both</u> interior design services and project administration services</p> <p>2. A separate purchasing fee to be calculated as a % of the VENDOR'S QUOTED PRICE for merchandise</p>	✓	✓	✓	✓	D(4)	✓	F(3)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
<p>BASIC FEE STRUCTURE (2)</p> <p>1. A fixed fee for interior design services</p> <p>2. A separate purchasing fee to be calculated as a % of the VENDOR'S QUOTED PRICE for merchandise, PLUS:</p>												
<p>OPTION (A)</p> <p>3. A second fixed fee for project administration services</p>	✓	✓	✓	✓	D(4)	✓	F(4)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
<p>OPTION (B)</p> <p>3. A project administration fee calculated as a % of interior construction costs</p>	✓	✓	✓	✓	D(4)	✓	F(5)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
<p>OPTION (C)</p> <p>3. Hourly compensation for project administration services</p>	✓	✓	✓	✓	D(4)	✓	F(6)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓

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Table 5: Client Charged Hourly Rate For All Services

HOURLY DESIGN FEE	Letter of Agreement	Schedule A Preliminary Project Information	Schedule B Design Concept Services	Schedule C Selection of Merchandise	Schedule D Purchasing Services	Schedule E Project Administration Services	Schedule F Designer Compensation	Schedule G Terms and Conditions of Sale	Schedule H Termination Rights	Schedule I Dispute Resolution	Schedule J Additional Terms and Conditions	Schedule K
1. Client is charged an hourly fee for the following: (i) interior design services (ii) purchasing services & (iii) project administration services 2. Designer IS NOT Client's Purchasing Agent. 3. Generally, the cost of merchandise to Client is the Designer's NET COST without any additional Designer markup.	✓	✓	✓	✓	D(1)	✓	F(2)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
1. Client is charged an hourly for the following: (i) interior design services (ii) purchasing services & (iii) project administration services 2. Generally, the Designer IS Client's Purchasing Agent 3. Generally, the cost of merchandise to Client is the VENDOR'S QUOTED PRICE without any additional designer markup.	✓	✓	✓	✓	D(2)	✓	F(2)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓

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Table 6: Hourly Design Fee with Purchasing Fee Based on % of Net Cost of Merchandise

HOURLY DESIGN FEE WITH VARIATIONS DESIGNER NOT A PURCHASING AGENT	Letter of Agreement	Schedule A Preliminary Project Information	Schedule B Design Concept Services	Schedule C Selection of Merchandise	Schedule D Purchasing Services	Schedule E Project Administration Services	Schedule F Designer Compensation	Schedule G Terms and Conditions of Sale	Schedule H Termination Rights	Schedule I Dispute Resolution	Schedule J Additional Terms and Conditions	Schedule K
BASIC FEE STRUCTURE												
1. Hourly fee for interior design services												
2. Separate purchasing fee to be calculated as a % of the NET COST of merchandise, PLUS:												
OPTION (A) 3. A fixed fee for project administration services	✓	✓	✓	✓	D(3)	✓	F(7)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
OPTION (B) 3. Project administration fee calculated as a % of interior construction costs	✓	✓	✓	✓	D(3)	✓	F(8)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
OPTION (C) 3. Hourly compensation for project administration	✓	✓	✓	✓	D(3)	✓	F(9)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓

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Table 7: Hourly Design Fee with Purchasing Fee Based on % of Established List Price

HOURLY DESIGN FEE WITH VARIATIONS DESIGNER NOT A PURCHASING AGENT	Letter of Agreement	Schedule A Preliminary Project Information	Schedule B Design Concept Services	Schedule C Selection of Merchandise	Schedule D Purchasing Services	Schedule E Project Administration Services	Schedule F Designer Compensation	Schedule G Terms and Conditions of Sale	Schedule H Termination Rights	Schedule I Dispute Resolution	Schedule J Additional Terms and Conditions	Schedule K
BASIC FEE STRUCTURE												
1. Hourly fee for interior design services												
2. Separate purchasing fee to be calculated as a % of the ESTABLISHED LIST PRICE of merchandise, PLUS:												
OPTION (A) 3. A fixed fee for project administration services	✓	✓	✓	✓	D(5)	✓	F(7)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
OPTION (B) 3. Project administration fee a calculated as a % of interior construction costs	✓	✓	✓	✓	D(5)	✓	F(8)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
OPTION (C) 3. Hourly compensation for project administration	✓	✓	✓	✓	D(5)	✓	F(9)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓

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Table 8: Hourly Design Fee & Designer As Purchasing Agent & Purchasing Fee Based On % Of Vendor’s Quoted Price

HOURLY DESIGN FEE WITH VARIATIONS	Letter of Agreement	Schedule A Preliminary Project Information	Schedule B Design Concept Services	Schedule C Selection of Merchandise	Schedule D Purchasing Services	Schedule E Project Administration Services	Schedule F Designer Compensation	Schedule G Terms and Conditions of Sale	Schedule H Termination Rights	Schedule I Dispute Resolution	Schedule J Additional Terms and Conditions	Schedule K
BASIC FEE STRUCTURE												
1. An hourly fee for interior design services												
2. A separate purchasing fee to be calculated as a % of the VENDOR’S QUOTED PRICE for merchandise, PLUS:												
OPTION (A) 3. A fixed fee for project administration services	✓	✓	✓	✓	D(4)	✓	F(7)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
OPTION (B) 3. Project administration fee a calculated as a % of interior construction costs	✓	✓	✓	✓	D(4)	✓	F(8)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓
OPTION (C) 3. Hourly compensation for project administration services	✓	✓	✓	✓	D(4)	✓	F(9)	✓	H(1) H(2) -or- H(3)	I(1) -or- I(2)	✓	✓

Thank you for your purchase and your continued support of ASID.

Should you have questions or need assistance, please don’t hesitate to contact the ASID Customer Service department at (202) 546-3480, or at membership@asid.org.