



THIRD PARTY/EXTERNAL CONFIDENTIALITY AGREEMENTS

When external parties access, maintain or use personal or other confidential information on its behalf, the University must have confidentiality agreements in place -- or confidentiality protection built into a governing contract -- which must be reviewed by the University FIPP Office and/or by legal counsel.

Data sharing and confidentiality requirements are very context specific, so consult with legal counsel and/or the University FIPP Office as you plan and draft yours.

Confidentiality protection built into agreements must at a minimum include the following:

Clear identification of the parties to the agreement (eg. Company X and the University)

Purpose(s) of and/or reasons for the data sharing agreement.

Basis and rationale for disclosure and collection (sharing) of information.

Define/describe information to be shared, including derived data, partial data, extracts, etc.

For all copies of all information, clearly articulate how it is to be treated, including;

- method of transfer/sharing
- how information is to be kept/stored
- detailed description of data security to be used
- how/when information will be used, modified, copied, etc.
- list of all parties who will access/view information, including purposes
- when and how will information be returned or destroyed -- include methods and timing

Consult with the FIPP Office for assistance in drafting confidentiality agreements.