
## Model Forms

### A. RFI/RFP Related Documents
- Form A.1: Request for Information (RFI)
- Form A.2: Request for Information—Alternate Form
- Form A.3: Request for Proposal (RFP)
- Form A.4: RFP Response Matrix
- Form A.5: RFP Nondisclosure Agreement
- Form A.6: Request for Proposal: Legal Terms and Conditions (Customer Oriented)
- Form A.7: Contractual Provisions RFP Response Form
- Form A.8: RFP Legal Terms and Conditions
- Form A.9: RFP Terms and Conditions
- Form A.10: Model RFP Responses
- Form A.11: RFP Representations and Warranties
- Form A.12: Memorandum of Understanding
- Form A.13: Customer Use of Vendor Proposal
- Form A.14: Vendor Authority Statement

### B. Principal Agreements
- Form B.1: Software License and Services Agreement (Annotated)
- Form B.2: Software License, Maintenance, and Subscriber Billing Services Agreement
- Form B.3: Hardware Purchase, Software License, and Related Services
- Form B.4: Software License and Support Agreement - Seat License - Informal Tone
- Form B.5: Software License – Seat License
- Form B.6: Software License and Services Program Membership
- Form B.7: License Agreement for ITO Outsourcing
- Form B.8: End User License Agreement (Click-Wrap Agreement)
- Form B.9: Software Development Kit License (Click-Wrap Agreement)
- Form B.10: Beta Development Agreement
- Form B.11: Demonstration License Agreement
- Form B.12: Non-Production Use Software License
- Form B.13: Agreement for Trial Testing
- Form B.14: Hand Held License Agreement
- Form B.15: ABA Model Software License Provisions with Commentary
- Form B.16: Source Code License Agreement
- Form B.17: Software Sublicense Agreement – Core License
- Form B.18: Software Sublicense Agreement
- Form B.19: Application Programming Interface Agreement
- Form B.20: Application Program Interface Terms of Service

### C. Secondary Agreements
- Form C.1: Systems Integration Agreement (Customer Oriented)
- Form C.2: Business Process Outsourcing Services Agreement (Customer Oriented)
- Form C.3: Master Services Agreement (Customer Oriented)
- Form C.4: Transition and Continuing Services Agreement
- Form C.5: Software Maintenance and Services Agreement
- Form C.6: Maintenance and Support Schedule
- Form C.7: Consulting Partner Services Agreement
- Form C.8: Consulting Agreement
- Form C.9: Master Hardware Agreement

### D. Alternative Licensing Agreements
- Form D.1: Application Service Provider (ASP) Services Agreement (Customer Oriented)
- Form D.2: ASP Services Agreement
- Form D.3: Hosting Agreement
- Form D.4: Hosting Agreement (Vendor Oriented) – Casual Tone
- Form D.5: Systems Integration and Hosting Agreement
- Form D.6: Master Subscription Agreement
- Form D.7: Trial Agreement for Cloud Services
- Form D.8: Vendor Acceptable Use Policy
- Form D.9: Availability SLA for Infrastructure as a Service (IaaS)
- Form D.10: Availability SLA for Infrastructure as a Service (IaaS) – Alternate Form
- Form D.11: Availability SLA for Software as a Service (SaaS)
- Form D.12: Vendor Acceptable Use Policy

### E. Work-Related Documents
- Form E.1: Certificate of Acceptance—Software
- Form E.2: Certificate of Acceptance—Services
- Form E.3: Benchmarking
- Form E.4: Transfer and Novation Agreement
- Form E.5: Statement of Work (SOW)
- Form E.6: Statement of Work–Alternate Form
- Form E.7: Form of Work Order
- Form E.8: Change Order
- Form E.9: Service Levels—Software
- Form E.10: Service Levels -Maintenance and Support-
- Form E.11: Certificate of Electronic Delivery
- Form E.12: Step-In Agreement
- Form E.13: Network Access Agreement
- Form E.14: Master Subcontract Agreement
- Form E.15: Affiliate Agreement
- Form E.16: Local Country Participation Addendum
- Form E.17: Local Country Participation Addendum–Alternate Form

### F. Distribution Agreements
- Form F.1: Software License and Distribution Agreement
- Form F.2: Software Distribution Agreement
- Form F.3: Resale License and Development Agreement
- Form F.4: Software Vendor License Agreement
- Form F.5: Reseller Agreement
- Form F.6: Alliance Agreement
- Form F.7: OEM Agreement

### G. Open-Source Agreements
- Form G.1: MIT License
- Form G.2: GNUv3 General Public License
- Form G.3: Licensor Oriented Open Source Infringement

Indemnification Language
Form G.4: Licensee Oriented Open Source Software Warranty
Form G.5: Open Source and Third Party Software Request for Software Approval (RFSA)
Form G.6: Open Source Software Request for Participation Approval (RFPA)
Form G.7: Open Source Use Policy

H. Escrow Agreements
Form H.1: Source Code Escrow Agreement (Annotated)
Form H.2: Source Code Escrow Agreement
Form H.3: Three Party SaaSProtect Services – Master Provider Agreement
Form H.4: Escrow Service Addendum to Three Party SaaSProtect Services–Master Provider Agreement

I. Confidentiality and Noncompete Agreements
Form I.1: Acknowledgement of Contract Worker Status and Benefits Waiver
Form I.2: Assignment (of Intellectual Property Rights) Agreement
Form I.3: Statement of Acknowledgement and Assignment
Form I.4: Deed of Assignment
Form I.5: Acknowledgement and Assignment
Form I.6: Employer Acknowledgment of Prior Employment Terms
Form I.7: Employee Indemnification Agreement
Form I.8: Non-Competition, Confidentiality, and Inventions Agreement
Form I.9: Worker Responsibility and Confidentiality Agreement
Form I.10: Reaffirmation of Confidentiality and Noncompete Obligations
Form I.11: Invention Disclosure Form
Form I.12: Confidentiality Exit Letter

J. Confidentiality and Proprietary Information Agreements (PIA)
Form J.1: PIA Request Form
Form J.2: Unilateral Proprietary Information Agreement
Form J.3: Bilateral Proprietary Information Agreement (Annotated)
Form J.4: Three Party Confidentiality Agreement
Form J.5: Proprietary Information Certification
Form J.6: Certification (As to Return of Confidential Information)
Form J.7: Reminder of Customer’s Nondisclosure Obligations (As to Third Parties)
Form J.8: Third-Party Access Agreement
Form J.9: Nondisclosure and Access Agreement
Form J.10: Consent for Independent Service Organization (“ISO”)
To Access Licensor’s Software

K. Litigation
Form K.1: Tolling Agreement
Form K.2: Settlement Agreement and Mutual Release
Form K.3: Settlement Agreement
Form K.4: Memorandum from Counsel Requesting Information
Form K.5: Document Preservation Memorandum
Form K.6: Arbitrator Qualifications
Form K.7: ADR Terms
Form K.8: Licensor Ability to Perform Letter
Form K.9: Early Warning Report
Form K.10: Arbitration Terms

L. Miscellaneous
Form L.1: Corporate Guaranty
Form L.2: Inside Trading and Blackout Restrictions Applicable to Vendors
Form L.3: Contract Transmittal/Approval Form
Form L.4: Authority Matrix
Form L.5: Risk Analysis Sheet
Form L.6: Go-Live Procedures

M. Model Policies
Form M.1: Security Schedule
Form M.2: Privacy-Data Security Policy
Form M.3: Travel Policy
Form M.4: Vendor Code of Conduct
Form M.5: Compliance with Gramm-Leach-Bliley Act and Non-U.S. Data Protection
Form M.6: Screening and Background Checks
Form M.7: Background Investigations
Form M.8: Use of Personal Data
Form M.9: Vulnerability Assessment Agreement
Form M.10: Licensee’s Obligations to Support Licensor Performance
Form M.11: Credit Risk Policy
Form M.12: HIPAA and Gramm-Leach-Bliley Act Compliance
Form M.13: Payment Card Association Standards
Form M.14: Offshore Security Controls

N. Libraries
Form N.1: Definitions Library
Form N.2: Clause Library

O. Checklists
Form O.1: Data Privacy/Security Checklist
Form O.2: Business Associate Agreement/HIPAA Checklist
Form O.3: Cloud Computing Checklist From the Customer’s Perspective
Form O.4: FCPA Questionnaire for Agents/Sales Representatives/Contractors
Form O.5: Vendor Risk Questionnaire
Form O.6: Supplier Risk Assessment Questionnaire
Form O.7: Best Practices Checklist for Avoiding Scope Creep
Form O.8: Best Practices Checklist for Maintaining Attorney-Client Privileged Communications and Attorney-Client Work Product
Form O.9: Free and Open Source Software Checklist