External Data Custodian Agreement

This External Data Custodian Agreement ("Agreement") is entered into as of the date last written below ("the Effective Date") by and between the City of Burlington, NC ("the City") and_____, ("the Vendor") to assign custodianship for the protection of the City's data in all forms which is hereto released to the Vendor for the specific purpose of providing the contracted technology services.

Custodian Conditions and Responsibilities:
1. The Vendor agrees to assume all responsibility for ensuring the privacy, confidentiality and security of the City's data released to them under this agreement through the use of necessary and appropriate security and technical controls.
2. The Vendor agrees as a non-disclosure measure to not further disclose or release the City's data to other entities, including other Vendors or sub-Vendors working on the Vendor's behalf, without the explicit written permission of the City.
3. The Vendor agrees to notify the CIty immediately upon any knowledge of security incidents or security breaches associated with the data bound by this agreement.
4. The Vendor agrees to utilize strong encryption standards for the storage, transport, or transmission of the data bound by this agreement.

This document is the complete Agreement between the parties hereto concerning the subject matter and replaces any prior oral or written communications between the parties. There are no conditions, understandings, agreements, representations, or warranties, expressed or implied, which are not specified herein. This Agreement may only be modified by a written document executed by the parties hereto.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed. Each party warrants and represents that its respective signatories whose signatures appear below have been and are on the date of signature duly authorized to execute this Agreement.

_____   _____
Authorized Signature (the City)   Authorized Signature (the Vendor)

_____   _____
   Name   Name

_____   _____
   Title   Title

_____   _____
   Date   Date