**Data Processing Agreements**

**Introduction**

Data processing agreements are legal contracts between a data controller and a data processor, establishing the terms and conditions for the processing of personal data in compliance with US law.

**Parties**

The agreement identifies the data controller, who determines the purposes and means of processing, and the data processor, who processes the personal data on behalf of the data controller.

**Purpose and Scope**

The agreement specifies the purpose and scope of the data processing activities, outlining the specific services or tasks to be performed by the data processor.

**Data Protection Obligations**

The agreement outlines the data protection obligations of the data processor, including requirements to process personal data lawfully, securely, and in accordance with the instructions of the data controller.

**Security Measures**

The agreement defines the security measures that the data processor must implement to protect the personal data from unauthorized access, disclosure, alteration, or destruction.

**Subcontracting**

If applicable, the agreement addresses the conditions under which the data processor may engage subprocessors, ensuring compliance with data protection laws and maintaining data controller control.

**Data Subject Rights**

The agreement specifies how the data processor should assist the data controller in responding to data subject rights requests, such as access, rectification, erasure, or restriction of personal data.

**Confidentiality**

The agreement includes confidentiality obligations for the data processor, ensuring the protection of personal data and preventing unauthorized disclosure.

**International Data Transfers**

If personal data is transferred outside of the United States, the agreement addresses the appropriate safeguards or mechanisms to ensure the lawful transfer and protection of personal data.

**Data Breach Notification**

The agreement outlines the data processor's obligations to promptly notify the data controller in the event of a personal data breach, enabling the data controller to take appropriate actions.

**Term and Termination**

The agreement specifies the term of the agreement and the conditions under which it can be terminated, including any obligations for the data processor upon termination.

**Audit and Compliance**

The agreement may include provisions for the data controller to conduct audits or assessments to ensure compliance with the data protection obligations and applicable laws.

**Governing Law and Jurisdiction**

The agreement specifies the governing law and jurisdiction that will apply in case of any disputes arising from the data processing agreement, in accordance with US law.

**Contact Information**

The agreement provides contact information for both the data controller and the data processor, allowing for effective communication and inquiries related to the data processing activities.