**Non-disclosure / Confidentiality Agreement for access to contract material for Syndicated Agreement for Cleaning and Related Services led by NZ Police**

New Zealand Police act as lead agency in contract with OCS Limited.

<<Update your agency name>> is an Eligible Agency entitled to request and review the contract material to consider participating in this syndicated agreement for Cleaning and Related Services.

Prior to receiving the Agreement documentation, the Eligible Agency is required to complete this non-disclosure agreement (NDA).

The material being requested includes commercially sensitiveinformationwhich could harm the supplier if disclosed. It is very important that this information be kept confidential and is only disclosed in accordance with the following:

The Eligible Agency will:

(a) treat as confidential all information communicated under or in connection with this letter to support the Eligible Agency’s review of the Agreement (**Confidential Information**);

(b) only disclose Confidential Information to its employees, agents, and contractors (**Personnel**) on a need-to-know basis, and make sure that you take reasonable steps to ensure that electronic and hard copies of that Confidential Information are not available for viewing by Personnel who do not have a genuine need-to know; and

(c) not disclose, and shall make sure that your Personnel do not disclose, Confidential Information to any other person except:

(i) to any accounting, legal or technical professional for the purposes of rendering professional services to you in relation to the benefits of purchasing from the Syndicated Agreement, including reviewing any competing or related Syndicated Agreement and then only if the recipient has given a written undertaking to the discloser on terms substantially similar to the terms in this letter; or

(ii) that is required to be disclosed by Law or Parliamentary practice (including Parliamentary question) or a Select Committee, or to a Minister of the Crown.

This NDA provides commitment from the Eligible Agency to keep all pricing and other commercially sensitive information confidential.

Signing this NDA does not bind the Eligible Agency to the contract; it only serves as a non-disclosure agreement.

The contract material will be forwarded to the Eligible Agency contact following receipt by Police of this duly accepted NDA.

If the Eligible Agency then decide to participate in the Agreement, the letter of accession, which will be provided, is to be completed and returned to NZ Police.

The Eligible Agency will be able to participate in the Agreement once the Letter of Accession is signed by all parties.

***Confirmation of Confidentiality Undertaking***

| *Signed* |  |  |  | *Title* |  |
| --- | --- | --- | --- | --- | --- |
| *Name* |  |  |  | *Date* |  |