

### Non – Disclosure Agreement

**VENDOR NAME** (“Vendor”) acknowledges and understands the City of Tallahassee (“City”) will be providing data (“City Data”) to Vendor for a limited purpose as outlined in the Statement of Work dated July 2, 2021. Vendor agrees to utilize the City Data solely for the purpose of performing the tasks contained in the SOW. Vendor shall maintain the City Data in strict confidence and shall not disclose or publish or otherwise distribute any City data without the express written consent of the City. The Consultant agrees that at no time will City Data be stored on any server or in any location outside the United States.

Vendor is solely responsible for the data and will utilize best business practices and comply with all State and Federal data security regulations to prevent any data abuse or hacking. Vendor agrees to indemnify and hold harmless the City, its employees and officers against third party claims of noncompliance or data breaches. Immediately upon becoming aware of any unauthorized access or disclosure of City Data, Vendor will notify the City, investigate the breach and fully cooperate to remedy the situation. Vendor will comply with and will fully cooperate to assist the City to comply with data security laws and security breach notification laws. Provisions regarding Vendor’s duty to protect the City Data, indemnification and notification shall survive completion of this Agreement.

Vendor agrees that upon completion of the tasks contained in the SOW that all City Data will be removed and destroyed on all systems and any media. Upon removing and destroying all City Data, Vendor will execute this Agreement below and return to the City to confirm that all removal and destruction of City Data has been completed.

City of Tallahassee  
300 S. Adams  
Tallahassee, Florida 32310  
Attn: Technology & Innovation

**By signing below, you agree to the terms above.**

Signed Jinmahn Jo

Printed Name Jinmahn Jo

Legal Organization Name University of California, Davis

Date Signed July 2, 2021

Term of Contract Date Refer to the attached table.

**Data has been removed and destroyed from all systems and media.**

Signed \_\_\_\_\_

Printed Name \_\_\_\_\_

Legal Organization Name \_\_\_\_\_

Date Signed \_\_\_\_\_