

# Confidentiality Agreements (CDA)

A Confidentiality Agreement (CDA) or Non-disclosure Agreement (NDA) is an agreement that governs the exchange of confidential technical and/or business information from one party to another. Information exchanged under a CDA is not considered a public disclosure, and protects an inventor and the University from compromising U.S. and international intellectual property rights. If an investigator wishes to enter into a CDA with another entity, the investigator should contact The Office of Technology Transfer (OTT) for assistance. The OTT has signature authority to sign CDAs on behalf of the University. **Principal Investigators are not authorized to sign CDAs on behalf of NCSU.**

## Guidelines:

- As soon as you are aware that you are to receive or disclose confidential information, please contact OTT at [mta\\_cda@ncsu.edu](mailto:mta_cda@ncsu.edu) to start the process of securing a CDA.
- Principal Investigators should not negotiate the terms of a CDA. This is the responsibility of the OTT with counsel from the Office of Legal Affairs as needed.
- Principal Investigators should not disclose nor receive confidential information until a CDA has been executed by all parties.
- Office of Legal Affairs guidance regarding CDAs:  
[www.ncsu.edu/legal/legal\\_topics/contracts\\_purch/non-disclosure\\_agreements.php](http://www.ncsu.edu/legal/legal_topics/contracts_purch/non-disclosure_agreements.php)
- NC State Standard CDAs:  
[www.ncsu.edu/ott/resource.html](http://www.ncsu.edu/ott/resource.html)
- Frequently Asked Questions about CDAs:  
[www.ncsu.edu/ott/agreement\\_faqs.html](http://www.ncsu.edu/ott/agreement_faqs.html)

## Quick Steps:

- 1 Alert OTT that you require a CDA by emailing [mta\\_cda@ncsu.edu](mailto:mta_cda@ncsu.edu)
- 2 OTT's Agreement's Manager will contact you to complete the appropriate form.
- 3 Once the review is completed and the terms of the agreement finalized, the agreement is executed by all parties listed on the signature page.
- 4 All parties will then receive a copy of the fully-executed agreement for their records.