**UW Privacy Office**

**Data Processing Agreement**

**Checklist**



This Checklist is intended to guide UW Units step-by-step through the proper use of a Data Processing Agreement (the “DPA”).

UW Unit: [insert Name]

Third Party: [insert Name]

Third Party Product, Service, or Activity: [insert name of product, service or activity]

Name of Underlying Agreement with Third Party: [insert name of underlying agreement with contractor, or UW internal document that summarizes agreement: master agreement, contract, etc.]

Desired DPA Finalization Date: [insert date]

1. DETERMINE THE NEED FOR A DPA
* Use Privacy Agreement Workflows #1 and #2 to determine whether you should use a DPA
1. ENGAGE APPROPRIATE CONTRACTING OFFICE AT UW

***If the data processing does not involve an agreement facilitated by a central contracting office (e.g., Procurement Services, UW Supply Chain Management, Office of Sponsored Programs, Etc.), then continue to Section III below****.*

* Identify the appropriate contracting office: [insert Name]
* Inform the appropriate contracting office of your anticipated agreement involving personal data
* Identify your primary contact at the central contracting office: [insert Name and Title]
1. ESTABLISH ROLES AND RESPONSIBILITIES
* Identify and document who in your UW unit will:
	+ Manage the DPA process: [insert Name and Title]
	+ Register the third party data processing and attach the final agreement(s) to the Privacy Office’s Data Processing Registry and Assessment System: [insert Name and Title]
	+ Have the expertise to negotiate, if needed: [insert Name and Title]
	+ Complete the Privacy Impact Assessment for DPA Modifications, if needed: [insert Name and Title]
	+ Be responsible for the risks, compliance obligations, budgets, and financial costs associated with privacy, including making decisions about DPA-related risks: [insert Name and Title]
1. PREPARE TO USE THE DPA
* Identify the appropriate DPA for your relationship with the third party
	+ DPA for Controller to Processor Relationship
	+ DPA for Controller to Controller Relationship
* Read the DPA (if you have not previously done so)
* Review the DPA training (if you have not previously done so)
1. USE THE DPA
* Populate the bracketed placeholders that appear throughout the DPA
* In the Description of Data Processing Exhibit (the “Exhibit”) at the end of the DPA, identify the:
	+ Nature of and purpose for the data processing (Exhibit, Section 1)
	+ Categories of individuals to which the third party’s data processing will relate (Exhibit, Section 2)
	+ Types of personal data (Exhibit, Section 3)
	+ Name, title, mailing address, email address and phone number for the UW contact person (Exhibit, Section 5)
* Include the Standard Contractual Clauses (SCCs) if your UW Unit is transferring data from the European Economic Area or Switzerland to a country (such as the United States) that does not have privacy or data protection laws equivalent to the General Data Protection Regulation
	+ Complete the applicable sections of the SCCs

***A third party, instead of the UW unit may complete the description of data processing in the DPA and SCCs (if applicable) The UW unit must confirm that the*** ***third party’s details are accurate and complete.***

***If the data processing is governed by the European Union General Data Protection Regulation, the third party should list and provide details about its subcontractors in the DPA.***

* If your UW unit is working with a central contracting office, return the completed DPA (including the completed Exhibit) and the SCCs (if applicable) to your contact in the contracting office (your contact may present it to the third party)
* If your UW unit is not working with a central contracting office, present the completed DPA (including the completed Exhibit) and SCCs (if applicable) to the third party
1. NAVIGATE THIRD PARTY’S PROPOSED MODIFICATIONS TO THE DPA

***This section only applies if the*** ***third party proposes modifications to the DPA. If the*** ***third party does not propose any modifications to the DPA, continue to Section VII below.***

* Review the third party’s proposed modifications
* Ask the third party (on your own or through your contact in the central contracting office, as applicable) about the reasoning behind the proposed modifications
* Use the Third Party Assessment for evaluating the third party’s capability to meet UW requirements
* Ensure that the individual named in the DPA and SCCs (if applicable) is the person responsible for the risks related to the data processing and the DPA and SCCs (if applicable):
	+ Reviews the completed Third Party Assessment
	+ Accepts or rejects contractor’s proposed modifications
1. FINALIZE THE DPA
* If your UW unit is working with a central contracting office, follow your contact person’s instructions to finalize the DPA
* If your UW unit is not working with a central contracting office, the person with delegated authority to sign privacy related agreements for your UW unit signs the DPA
* Store the finalized agreement in a secure location in accordance with applicable records retention schedules
* Before sharing any personal data with the third party, ensure the personal data requested by or being provided to the third party aligns with the personal data identified in the finalized DPA and/or Description of Data Processing Exhibit
* Register the third party data processing and attach the final DPA, privacy agreement(s) and/or Standard Contractual Clauses in the Privacy Office’s TrustArc Privacy Management Platform.