Cornell’s Individual Standard Non-Disclosure Agreement (NDA) is a mechanism by which a Cornell employee may enter into a contract with another entity in order to protect confidential or proprietary information being provided by the other entity. The agreement is designed to facilitate meeting and conference attendance, as well as other discussions that may need to occur under a simple blanket of protection.

The agreement has been approved by the Office of Sponsored Programs (OSP), and may be used by any Cornell employee if the conditions listed below are met. If it is determined that use of the NDA is appropriate, then the individual Cornell employee may enter into the agreement on their own behalf, without any review or approval by OSP.

If the conditions below are not met, the NDA must be reviewed and signed by OSP in accordance with [standard procedure](https://researchservices.cornell.edu/process/get-confidential-information-data-equipment-or-materials).

**Conditions for Use of the Individual NDA:**

1. No changes are made to the NDA.
2. Only Cornell employees may sign.
3. The NDA is being signed to cover only activities related to the scope of the individual’s Cornell employment.
4. The NDA is being signed only in the individual’s own capacity.
5. Cornell will not be receiving controlled (e.g. export or HIPAA) information under the agreement.
6. No other agreements are signed along with the NDA.
7. The Cornell employee will not be sharing any proprietary information – including patentable technology. If sharing of patentable technology is desired, please contact Cornell’s [Center for Technology Licensing](https://ctl.cornell.edu/).