Data processing agreement checklist

The clauses to look for before you let a supplier, contractor or partner handle personal data on your behalf.

When a supplier processes personal data on your behalf, such as a payroll provider, cloud service, call centre or software vendor, you remain responsible for that data. Put a written agreement in place and check that it covers the points below.

The agreement should say that the supplier will

- [ ] Process personal data only on your documented instructions.
- [ ] Keep the data confidential and limit access to staff who need it.
- [ ] Apply appropriate technical and organisational security measures, described in the agreement or an annex.
- [ ] Not use a subcontractor without your written approval, and pass the same obligations on to any subcontractor.
- [ ] Help you respond to requests from individuals exercising their rights.
- [ ] Tell you without undue delay about any personal data breach, with the details you need to notify the NDPC within 72 hours.
- [ ] Help you with impact assessments and regulator enquiries where relevant.
- [ ] Not transfer the data outside Nigeria without your approval and the safeguards the NDPA requires.
- [ ] Delete or return all personal data at the end of the contract, and confirm this in writing.
- [ ] Allow audits or provide evidence of compliance.

The agreement should also describe

- [ ] The subject matter and duration of the processing.
- [ ] The nature and purpose of the processing.
- [ ] The types of personal data and categories of people involved.

Before you sign

- [ ] Have you checked the supplier’s security, for example certifications, policies or a questionnaire?
- [ ] Do you know where the data will be stored?
- [ ] Is the supplier registered with the NDPC if required?

This checklist is general guidance. Have important contracts reviewed by a qualified legal practitioner.

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