## CONFIDENTIALITY AND NONDISCLOSURE AGREEMENT

VVHEREAS, Clarion University's Small Bu	usiness Development Center (SBDC) agrees to fur	nisn
	, of	, of
Recipient of private information	Recipient Company/Organization	
	, with certain confidential information relating	to ideas,
Recipient City, State		
inventions, or products designed by		, of
Ow	vner of private information	
	, of	
Owner Company/Organization	Owner City, State	

for the purposes of determining interest in funding any or all portions of the project, and

WHEREAS, specified Officers, directors, and employees of the Recipient Company/Organization defined above, agree to review, examine, inspect or obtain such confidential information only for the purposes described above, and to otherwise hold such confidential information pursuant to the terms of this Agreement.

BE IT KNOWN, that the company so listed shall furnish said confidential information subject to the following conditions:

- The specified Officers, directors and employees of the Recipient Company/Organization defined above, agree to hold confidential all proprietary information or trade secrets ("confidential information") in trust and confidence and agree that this information shall be used only for the contemplated purposes, shall not be used for any other purpose, or disclosed to any third party, and
- 2. No copies will be made or retained of any written information or prototypes supplied without the permission of the Owner of private information defined above or the SBDC, and
- At the conclusion of any discussions, or upon demand by the Owner of private information defined above or the SBDC all confidential information, including prototypes, written notes, photographs, sketches, models, memoranda or notes taken shall be returned to the Owner of private information defined above or the SBDC, and
- 4. Confidential information shall not be disclosed to any third party unless they agree to execute and be bound by the terms of this Agreement, and have been approved by the Owner of private information defined above or the SBDC.
- 5. This Agreement and its validity, construction and effect shall be governed by the laws of the State of Pennsylvania.

AGREED AND ACCEPTED BY:		
Recipient of private information (Print)		
Recipient Signature	 Date	
Owner of private information (Print)		
Owner Signature	 Date	
Witness (Print)		
Witness Signature	 Date	