

# TRADE SECRET PROTECTION AUDIT

## Prepare, Prevent, Protect. We Help You Operate From a Position of Strength.

All too often, companies react to trade secret theft rather than prepare for, or even prevent it. It is far more cost effective to protect your assets and prevent theft in the first place through the implementation of upgraded security measures and protocols and well drafted employment agreements.

A trade secret protection audit will help put your company in a position of strength by, among other things:

- updating and enhancing your non-compete, non-solicit and non-disclosure agreements;
- reviewing and fine-tuning your physical and digital security measures; and
- developing and implementing employee departure protocols.

The tiers of service (which can be customized) are as follows:

### Tier One

1. Analyze trade secrets and other protectable information and intangible assets.
2. Collaborate with your management to identify employees/contractors (a) with access to trade secrets; (b) who have developed relationships with key customers; and/or (c) who are otherwise considered key employees.
3. Analyze existing agreements for employees/contractors identified in paragraph 2 and, with respect to each such agreement:
  - a. Review and, where appropriate, update nondisclosure and/or confidentiality provisions in employment/contractor agreements.
  - b. Review and, where appropriate, update non-competition provisions in employment/contractor agreements.
  - c. Review and, where appropriate, update non-solicitation provisions in employment/contractor agreements.
  - d. Review and, where appropriate, update standard intellectual property assignment provisions in employment/contractor agreements.
  - e. Review and, where appropriate, update remedies provisions in employment/contractor agreements.
  - f. Review and, where appropriate, update employment/contractor agreements to ensure compliance with Defend Trade Secrets Act notice requirements.

*Looking for creativity, proactivity, experience and knowledge? Look to Bond.*

### About Bond, Schoeneck & King

Bond serves individuals, companies and public-sector entities in a broad range of areas.

With more than 300 lawyers and 16 offices, we represent clients in manufacturing; agribusiness; commercial lending and real estate and construction; energy; health care and long term care as well as municipalities, school districts, higher education and other exempt and nonprofit organizations. We maintain 11 offices across New York; and one each in Boston; Kansas City; Naples; West Palm Beach; and Red Bank, New Jersey.

Bond is committed to understanding our clients' needs and providing comprehensive, practical, high-quality and responsive solutions. We strive to maintain the highest professional and ethical standards, and to provide leadership in community activities, pro-bono work and service to the Bar.

For more information, visit [bsk.com](http://bsk.com).

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4. Analyze standard third party confidentiality agreements.
5. Analyze existing policies/procedures to protect trade secret information.

### Tier Two

All items in tier one, plus:

1. Preparation of any necessary agreements not already in existence.
2. Preparation of employee document preservation instructions template.
3. Draft trade secret protection policy.

### Tier Three

All items in tier two, plus:

1. Audit of relevant human resources policies and procedures and, as relevant, employee manuals and employee training with respect to trade secret polices.
2. Human resources training on establishing trade secret protection with respect to the following topics:
  - a. Recruitment/hiring practices;
  - b. Employee departure and exit interview practices; and
  - c. Treatment of former employee's workspace, laptop, mobile devices, etc.

### Tier Four

All items in tier three, plus:

1. Forensic audit of electronic security policies and protocols.\*

*\* Forensic analysis services will be conducted by third-party computer forensic experts under our supervision.*

2. Coordination of forensic audit and, where appropriate, coordinate and assist in the implementation of new security policies and procedures.

Following a complimentary meeting with members of executive management to evaluate the scope of company operations and discern areas of risk relative to trade secrets and intangible assets, our attorneys will prepare a summary recommending the next steps your company should consider taking. We will then provide you a customized cost estimate for the costs to you for those services, which will be based not only on the scope of services you choose, but also the size of your company and the number of employees directly involved in the trade secrets context.

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