



Bond

Trade Secret Protection Audit

Prepare • Prevent • Protect



Commitment • Service • Value • Our Bond

ALBANY BUFFALO GARDEN CITY ITHACA NEW YORK CITY ROCHESTER SYRACUSE UTICA NAPLES, FL OVERLAND PARK, KS

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.
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.

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

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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 quote 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. Simply put, you will know exactly what you will pay for your trade secret protection audit before we start work.

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

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

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Look to Bond.

For more information:



Heath J. Szymczak

In Buffalo, contact Heath Szymczak

Heath has extensive litigation experience in business-related torts, complex commercial litigation, and other civil litigation, including, among other areas, contractual disputes, unfair competition claims, shareholder derivative actions, shareholder freeze-out actions, corporate valuation, breach of fiduciary duty claims, class action consumer litigation, commercial lease disputes, intellectual property disputes, healthcare network provider disputes, replevin actions, construction litigation, estates litigation, lien enforcement, products liability defense, personal injury defense, insurance fraud, and insurance coverage disputes.

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Sanjeeve is a labor and employment law attorney who represents private and public sector clients before federal and state courts and various government agencies in employment discrimination, wage and hour matters, unfair competition and contract disputes. He also has extensive experience in collective bargaining negotiations, labor arbitrations, proceedings before the National Labor Relations Board and management of daily labor relations issues.

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Howard M. Miller

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Howard is a labor and employment law attorney whose practice includes most aspects of employment and education law and related litigation. Many of his cases have received media attention and have been reported in the New York Law Journal and Employment Law 360. Howard frequently lectures on topics such as Constitutional Law, non-compete and trade secret litigation, employment and Constitutional issues relating to social networking sites and various aspects of employment discrimination and education law.

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James D. Dati

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Jim is a valued partner and trusted advisor to owner-executives, decision-makers, high net-worth individuals and others needing help with business and real estate legal matters. His objective is to deliver to Bond clients unfaltering legal advice, counsel and high-quality work product. Jim achieves this by fully understanding each client's goals, expectations, values and concerns, gathering and processing relevant information, identifying possible decision options and finally implementing the client's directives. For many clients, Jim serves as their "Outside, In-House Counsel" due to his sagacity, judgment and broad experience with many divergent legal issues.

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David E. Prager

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David helps employers avoid costly employment disputes when they can be circumvented, and face down those in which a challenge is inevitable. Skilled in negotiation, dispute resolution and arbitration, employers turn to David with their labor and employment issues, starting with counseling and dispute-avoidance, through successful litigation and closure.

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Bart Chacchia

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Bart leads the business law practice in Bond's Rochester office and advises a wide spectrum of clients, including entrepreneurs, closely-held businesses, venture-backed companies, private equity funds and their portfolio companies, banks, financial institutions, private lenders, publicly-traded companies and public utilities, in connection with business entity formation and capitalization; incentive plans, executive compensation and employment agreements; customized domestic and international contracts; intellectual property protection; growth plans and commercial synergies; banking and finance; regulatory affairs and compliance; mergers and acquisitions; restructurings, reorganizations and consolidations; business succession planning and exit strategies; and ownership disputes and derivative actions.

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Louis Orbach

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Lou is deputy chair of the firm's litigation department. He has tried cases to jury and bench, argued appeals, arbitrated and mediated disputes and counseled clients in high stakes matters of contention across New York State and around the country for over 20 years. Lou has proven himself an effective advocate in numerous and diverse venues, from rural county courthouses to the Second Circuit in Manhattan, and in subject areas ranging from civil rights to creditors' rights, intellectual property to employment law and ERISA, and business and commercial law to Title IX.

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About Bond, Schoeneck & King

Bond, Schoeneck & King PLLC serves individuals, companies and public-sector entities in a broad range of areas. With 260 lawyers, we represent clients in financial services; manufacturing; agribusiness; commercial lending and real estate development and construction; energy; health care and long term care; and municipalities, school districts, higher education, and other exempt and nonprofit organizations. We maintain nine offices across New York; one in Naples, Florida; and one in Overland Park, Kansas.

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 www.bsk.com.