



Legal Guide:
Non-Disclosure & Confidentiality Agreement
(for use with Musical or Audio Recording)

A Beginners Step-by-Step Guide for
Business Owners, Beginners, and
Non-Lawyers

Updated: March 18, 2010

NOTICE TO READER: The information in this article is a brief summary for informational purposes only. It is not meant to be legal advice. If you require information or advice as it relates to your individual circumstances you are advised to consult with a lawyer.

Download Legal Forms:

- [USA: Confidentiality / Non-Disclosure Agreement](#)
- [Canada: Confidentiality / Non-Disclosure Agreement](#)



Table of Contents

1. Introduction
2. When is an NDA / Confidentiality Agreement Used
3. Basics of an NDA / Confidentiality Agreement
4. Prepare an NDA / Confidentiality Agreement Now
5. Next Steps
6. Useful Resources Online

Download Legal Forms:

- [USA: NDA form](#)
- [Canada: NDA form](#)

1. Introduction

In the business matters, it is often necessary to disclose certain information to another party to facilitate business. However, with a musical or audio recording, you may wish that any disclosure of the musical or audio recording to certain people be kept confidential for various reasons.

The legal document used to protect your legal rights is called a “Non-Disclosure Agreement” (also known simply as an “NDA”) or a “Confidentiality Agreement”. All these titles refer essentially to the same type of document.

2. When Is an NDA / Confidentiality Agreement Used?

An NDA / Confidentiality Agreement is useful under any situation where you will need to disclose information to a third party that you consider as confidential.

If you have a musical recording (e.g.: a song or musical arrangement) or professional audio recording (such as a audio-course, lecture, speech, or seminar in electronic format), you may need to disclose the recording for a variety of reasons including any discussions you may have with:

NOTICE TO READER: The information in this article is a brief summary for informational purposes only. It is not meant to be legal advice. If you require information or advice as it relates to your individual circumstances you are advised to consult with a lawyer. E.&O.E. ©2010 CanadaLegal.com / Cusimano.Com Corporation



- (a) potential distributors
- (b) potential other speakers or recording artists
- (c) potential listeners
- (d) potential business partners
- (e) potential investors
- (f) distributors
- (g) other industry players
- (h) marketing / promotional companies
- (i) media company

3. Basics of an NDA / Confidentiality Agreement

An NDA / Confidentiality Agreement usually contains provisions with the following basic elements:

1. Name of the parties
2. Date of the Agreement and the time period for the confidentiality
3. Obligation of recipient not to disclose the confidential information
4. Definition or description of what will be considered as “confidential” (e.g.: the musical / audio recording, business plans, marketing methods, financial matters)
5. Exceptions for certain information that is not considered confidential (e.g.: information that is already in the public domain and easily obtainable is generally not considered to be confidential)
6. Legal rights and remedies available to the disclosing party in the event that the recipient party discloses Confidential Information (e.g.: the disclosing party will have the right to obtain a court order to stop the recipient party from disclosing the information).
7. General legal provisions



Download:

[USA: NDA form](#)

[Canada: NDA form](#)

4. Prepare an NDA / Confidentiality Agreement Now

You can easily prepare an NDA / Confidentiality by filling in an online form. Click one of the following links then follow the instructions below when filling out the online form:

- [USA: NDA form](#)
- [Canada: NDA form](#)

Section in online form:	Subsection	Additional Notes:
Governing Law		Generally, State / Province selected is the where the disclosing party is located
Form of Agreement	Choose form of agreement	You can choose “Confidentiality Agreement” or “Non-Disclosure Agreement”. Practically, there is no difference between the two. Choose the label that you feel most comfortable using.
	Type of Agreement:	Select: 4. Musical Recording. Use this option if you have prepared a musical or audio recording.

NOTICE TO READER: The information in this article is a brief summary for informational purposes only. It is not meant to be legal advice. If you require information or advice as it relates to your individual circumstances you are advised to consult with a lawyer. E.&O.E. ©2010 CanadaLegal.com / Cusimano.Com Corporation



Download:

[USA: NDA form](#)

[Canada: NDA form](#)

Section in online form:	Subsection	Additional Notes:
Parties Providing Information	Number of parties providing musical recordings	Select as many parties that have rights in the musical recording. (a) the band group (b) each band member (c) songwriters (d) anyone else who has an interest in the musical recording
	Person Providing Confidential Information	Enter the name of each party providing or disclosing confidential information – usually this is the recording artist, songwriter, singer, and anyone else who has any rights in the recording. Under certain circumstances, you may wish to include a company name and an individual name depending on the nature of the musical recording and who has rights in the musical recording. It is important to enter in the full proper legal name of the party and to make sure that the name is spelled properly without spelling errors. (a) For an individual: reference should be made to a legal document such as a birth certificate, passport, driver's license, or other government issue identification. The name on a credit card is usually not sufficient. If

NOTICE TO READER: The information in this article is a brief summary for informational purposes only. It is not meant to be legal advice. If you require information or advice as it relates to your individual circumstances you are advised to consult with a lawyer. E.&O.E. ©2010 CanadaLegal.com / Cusimano.Com Corporation



Download:

[USA: NDA form](#)

[Canada: NDA form](#)

Section in online form:	Subsection	Additional Notes:
		<p>the person usually multiple names, you may wish to enter the name in a format as follows:</p> <p>“Bill Smith also known as William Smith”</p> <p>(d) For a Band: select the type as “Corporation/Organization” and enter the name the band is known as. You should still also enter as “individuals” each band member, songwriter, and anyone else.</p> <p>(c) For a corporation: reference should be made to the corporation’s official incorporation certificate to obtain to proper full legal name of the corporation.</p> <p>Be sure to enter the address of the disclosing party. Try to avoid using a Post Office box. An actual address is preferable. If an individual is reluctant to use their residential address, use their business address instead. Specify the type (individual or corporation) and for individual, also enter the gender.</p>
Parties Receiving Confidential Information	Number of Parties evaluating the musical recordings	<p>Select the number of parties who will be evaluating the musical recording.</p> <p>Even if the party evaluating is a corporation, you may also wish to include the individuals who will be</p>

NOTICE TO READER: The information in this article is a brief summary for informational purposes only. It is not meant to be legal advice. If you require information or advice as it relates to your individual circumstances you are advised to consult with a lawyer. E.&O.E. ©2010 CanadaLegal.com / Cusimano.Com Corporation



Download:

[USA: NDA form](#)

[Canada: NDA form](#)

Section in online form:	Subsection	Additional Notes:
	Person Receiving Confidential Information	<p>evaluating the musical recording.</p> <p>Enter the name of each party who will be receiving confidential information.</p> <p>Under certain circumstances, you may wish to include a company name and also any individual names depending on the nature of the confidential information. The purpose is to prevent the individuals from disclosing the information under their capacity as individuals.</p> <p>It is important to enter in the full proper legal name of the party and to make sure that the name is spelled properly without spelling errors.</p> <p>(a) For an individual: reference should be made to a legal document such as a birth certificate, passport, driver's license, or other government issue identification. The name on a credit card is usually not sufficient. If the person usually multiple names, you may wish to enter the name in a format as follows:</p> <p>“Bill Smith also known as William Smith”</p> <p>(b) For a corporation: reference should be made to the corporation's official incorporation certificate to obtain to proper full legal name of the</p>

NOTICE TO READER: The information in this article is a brief summary for informational purposes only. It is not meant to be legal advice. If you require information or advice as it relates to your individual circumstances you are advised to consult with a lawyer. E.&O.E. ©2010 CanadaLegal.com / Cusimano.Com Corporation



Download:

[USA: NDA form](#)

[Canada: NDA form](#)

Section in online form:	Subsection	Additional Notes:
		<p>corporation.</p> <p>Be sure to enter the address of the receiving party. Try to avoid using a Post Office box. An actual address is preferable. If an individual is reluctant to use their residential address, use their business address instead.</p> <p>Specify the type (individual or corporation) and for individual, also enter the gender.</p>
Duty of Confidentiality	Duties of Confidentiality continue after termination	<p>This section should be completed.</p> <p>Select the lowest time frame that is reasonably necessary to protect the interests of the owners of the musical recording. The longer the period chosen, the more likely that the period will not be enforceable. As such, you need to select a reasonable period depending on the nature of your musical recording.</p>
Additional Clauses		<p>If there are any special obligations, promises, or text you want inserted, use this section.</p>
Execution Date	Signing date	<p>If you know the date the document will be effective, select it from the options, otherwise select “unsure” and fill in the date at the time it is signed.</p>
	witnesses required	<p>Select “Yes” here, unless you have a reason to dispense with a witness.</p>

NOTICE TO READER: The information in this article is a brief summary for informational purposes only. It is not meant to be legal advice. If you require information or advice as it relates to your individual circumstances you are advised to consult with a lawyer. E.&O.E. ©2010 CanadaLegal.com / Cusimano.Com Corporation



Download:

[USA: NDA form](#)

[Canada: NDA form](#)

Section in online form:	Subsection	Additional Notes:
		<p>In the event that a party to the agreement denies that they signed the document, a witness can serve the purpose to testify that they in fact they were present and saw the document signed.</p> <p>A witness should be present and see the party signing the document.</p> <p>If the parties are not signing the document at the same time or in the same room, then separate witnesses should be used for each party.</p>

5. Next Steps

One you have completed the form, print out 2 copies and have 2 originals signed and witnesses. One original should be kept in your records and the other original should be given to the other party.

6. Other Useful Resources Online

Downloadable Legal Forms:

- Band Partnership Agreement: • [USA](#) • [Canada](#)
- Band Performance Contract: • [USA](#) • [Canada](#)
- Music Recording Contract: • [USA](#) • [Canada](#)
- Incorporate a company: • [USA](#) • [Canada](#)
- Business Agreements: • [USA](#) • [Canada](#)

NOTICE TO READER: The information in this article is a brief summary for informational purposes only. It is not meant to be legal advice. If you require information or advice as it relates to your individual circumstances you are advised to consult with a lawyer. E.&O.E. ©2010 CanadaLegal.com / Cusimano.Com Corporation