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Services Agreement Checklist

GLS Checklists – Knowledge Leverage Tools



PART A: INTRODUCTION

1. SERVICES AGREEMENTS

- 1.1 A services agreement (“SA” defines the rights and obligations between a supplier and customer.
- 1.2 Service agreements can be unique in nature but certain concepts remain common to each agreement.
- 1.3 In **Part B** of this checklist we set out some common/key provisions we would expect to find in an SA.
- 1.4 This checklist is designed to signpost the most common clauses and associated issues that arise.
- 1.5 This checklist is designed to prompt your thinking to be “on target” in terms of typical SA considerations.
- 1.6 Please note that this checklist assumes English / common law principles.
- 1.7 Your application of the checklist must adjust according to your customer/supplier status.
- 1.8 Your services agreement should reflect any specifics of the contemplated services arrangement.
- 1.9 Please remember that this checklist does NOT replace the need for independent legal advice.

PART B: CHECKLIST

1. SERVICES AGREEMENT CHECKLIST

1.1 Issues Overview

You should look at:	
Parties & Purpose of the SA	Definitions
Scope of Services	Payment Terms & Invoicing
Performance Assurances	Key Customer Rights
Warranties & Representations	Indemnified Events
Liability of the Parties	Term & Termination
Intellectual Property	Confidentiality
Dispute Resolution	General Boilerplate / Miscellaneous
Contract Administration	Governing Law, Language & Jurisdiction

1.2 Parties & Purpose of the SA

- 1.2.1 The SA should specify:
 - (a) the correct names and contact details of all parties;
 - (b) if the services are being provided by more than one party (e.g. a party and its affiliates);
 - (c) if the services are to be provided to a customer (and its affiliates);
 - (d) the process by which a customer may request/order services and deliverables e.g.
 - (i) purchase orders;
 - (ii) order form; and
 - (iii) etc.