

Non-Disclosure Agreement (NDA)

This Nondisclosure Agreement (the "Agreement") is entered into by and between the Alameda County Transportation Commission ("Alameda CTC" or "Disclosing Party") and _____ (Firm Name) ("Receiving Party") for the purpose of preventing the unauthorized disclosure of Confidential Information as defined below. The parties agree to enter into a confidential relationship concerning the disclosure of certain proprietary and confidential information.

1. Definition of Confidential Information. For purposes of this Agreement, "Confidential Information" shall mean any and all project plan documents for the 7th Street Grade Separation East Project ("Project") provided to Receiving Party by Disclosing Party.

2. Obligations of Receiving Party. Receiving Party shall hold and maintain the Confidential Information in strictest confidence for the sole and exclusive use of preparing a proposal in response to Alameda CTCs Request for Proposal R20-0003 Construction Management Services for the Project. Receiving Party shall carefully restrict access to Confidential Information to employees, contractors and third parties as is reasonably required for such purpose, and shall require those persons to or firms sign nondisclosure restrictions at least as protective as those in this Agreement. Receiving Party shall not, without the prior written approval of Disclosing Party, use for Receiving Party's benefit, publish, copy, or otherwise disclose to others, or permit the use by others for their benefit or to the detriment of Disclosing Party, any Confidential Information. Receiving Party shall erase, delete, or otherwise destroy any and all Confidential Information immediately on the earlier of: (a) receipt of a request in writing (including by email) from Disclosing Party for such destruction; (b) immediately after the Proposal Due Date and time listed in the aforementioned Request for Proposal.

This Agreement and each party's obligations shall be binding on the representatives, assigns and successors of such party. Each party has signed this Agreement through its authorized representative.

DISCLOSING PARTY / ALAMEDA CTC

Signature _____

Title _____

Typed or Printed Name _____ Date: _____

RECEIVING PARTY

Signature _____

Title / Firm _____

Typed or Printed Name _____ Date: _____