

# InterPARES Trust



## Cloud Service Provider Contracts: A Checklist for Records Professionals

Corinne Rogers  
University of British Columbia

Marie Demoulin, Jessica Bushey, Elissa How, Robert McClelland

InterPARES Trust International Symposium  
Marburg, Germany  
June 8, 2016



# Research team

- Researcher & Project Lead
  - Dr. Marie Demoulin,  
Université de Montreal
- Graduate Research Assistants
  - Jessica Bushey, UBC
  - Elissa How, UBC
- Independent Researcher
  - Robert McLelland,  
Delta Museum & Archives



[Delta Museum and Archives Society](#)





# Purpose & Research question

- To explore the contract – specifically the contract between a client and a cloud service provider – as a tool for building trust
- How effectively do cloud service contracts meet the needs of records managers, archivists, and information governance professionals?



# First step: Review the Literature

- Current research (2011-2014)

Findings:

- Several legal documents exist
  - Terms of Service
  - Service Level Agreements
  - Privacy Policies
  - Acceptable Use Policies
- Little standardization of terms
- “Often incomprehensible to majority of users”
- Wide-ranging exclusions of liability favor the providers
- Terms may change





# First step: Review the Literature

- Case Law and Related Articles

Findings:

- Relatively few cases, but several legal tenets
- Complexity results from jurisdictional and industry differences
  - Contract law
  - Privacy and access
  - Confidentiality and security of data
  - Data jurisdiction and conflict of laws



# First step: Review the Literature

- Recordkeeping Standards, Cloud Computing Contract Standards, and related articles
  - ISO 15489 (2001)
  - ISO 14721 (2012)
  - ARMA GARP (2013)
  - MoReq (2009)



# First step: Review the Literature

- Recordkeeping Standards, Cloud Computing Contract Standards, and related articles
  - Cloud Service Level Agreement Standardization Guidelines (2014)
  - Public Records Office of Victoria (2012)





# Comparative Analysis

- Regardless of jurisdiction, sector, or profession, common risks exist:
  - Unauthorized access
  - Privacy breach
  - Loss of access, control
  - Lack of transparency of service
  - Lack of ability to negotiate service
  - Location ambiguity
  - Contract ambiguity



# Specific Considerations

- Data ownership
- Availability, retrieval and use
- Data storage and preservation
- Data retention and disposition
- Security, confidentiality, privacy
- Data location and cross-border data flow
- End of service; contract termination



# Selected contracts

- No marketing material
- Boilerplate contracts & documents
  - Terms of Service (ToS)
  - Service Level Agreements (SLA)
  - Privacy policies, Acceptable Use policies, Security terms,
- Jurisdiction
  - Canada, United States, Europe



# Contracts considered

- **Amazon.com (USA)**
- Bluelock (USA)
- Dropbox (USA)
- Egnyte (USA)
- GoGrid (USA)
- **Google (USA)**
- ProfitBricks (USA)
- Rackspace (USA)
- CityNetwork (Sweden)
- SAP (Belgium)
- Pathway Communications (Canada)



# The Checklist

## Checklist for Cloud Service Contracts Intended Audience: Records Managers and Archivists<sup>1</sup>

Question	Y	N	? <sup>2</sup>	Notes
<b>1. Agreement</b>				
▪ Is the effective start date of the agreement clearly stated?				
▪ Is there an explanation of circumstances in which the services could be suspended?				
▪ Is there an explanation of circumstances in which the services could be terminated? (See also Section 8)				
▪ Is there an explanation of notification, or an option to subscribe to a notification service, in the event of changes made to the terms governing the service? <sup>3</sup>				



# The Checklist - sections

- Agreement
- Data Ownership and Use
- Availability, Retrieval, and Use
- Data Storage and Preservation
- Data Retention and Disposition
- Security, Confidentiality, and Privacy
- Data Localization and Cross-border Data Flows
- End of Service; Contract Termination



# Integration & Review

- Integrated with NA03: Standards of Practice
- Integrated with NA06: Retention & Disposition checklist
- Released for feedback in fall 2015
- Tested in International Federation of Red Cross and Red Crescent Societies
- Presented at ICA in Reykjavik, Iceland – vetted in an international space – poster on ICA website



# Resources

- Cloud Service Contracts: An Issue of Trust, *Canadian Journal of Library and Information Science (CJLIS): Special Issue on Data, Records and Archives in the Cloud*, June 2015
- <https://interparestrust.org> /Dissemination
  - Annotated bibliography
  - Checklist
  - Final Report



# Continuing activities

- Checklist being translated into Spanish
- Report being finalized



# Thank you!

[www.interparestrust.org](http://www.interparestrust.org)

