**CHECKLIST**

**FOR A SOFTWARE DEVELOPMENT CONTRACT**

Not every point is relevant in all contractual situations. In some situations, other provisions may be appropriate that are not listed below. This document is not intended to substitute for legal advice nor legal wording provided by a competent advisor in the relevant legal jurisdiction.

* **Definition of custom software**
* General functional description
* Specific deliverables
* Clear definitions
* Business functions
* **Detailed design specifications**
* Possible as separate agreement
* Approval process
* Procedure for changes to detailed design after approval
* **Request for proposal**
* Define user business
* User requirements
* **Proposal**
* Pricing
* Performance parameters
* **Implementation schedule**
* **User involvement**
* Formalise procedures
* Daily operation of the system
* **Progress reports**
* **Payment schedule**
* Tied to performance
* Payments made at the completion of specific functions
* Retaining of rights until after implementation
* **Relationship of software to hardware**
* Premise hardware delivery on software acceptance
* Commit hardware supplier to the software vendor
* **Acceptance tests**
* Included in detailed design specifications
* Levels of acceptance
* Prior to delivery
* Use of live data
* **Ownership of software**
* Custom software
* Modifications to licenced software
* Competitive advantage
* Exclusive licence to modifications
* **Terminal response time**
* The relationship between hardware and software
* Firm representation
* Number of transactions
* Maximum number of seconds
* **Data conversion responsibility**
* Costs
* Vendor assistance
* **Programming language**
* **Vendor staffing and staff qualifications**
* **Training**
* On-site
* Formal training courses at vendor facilities
* **Progress meetings**
* **Documentation**
* **Confidentiality**
* **Software maintenance after development**
* **Source code**
* Delivery
* Escrow
* **Default provisions**
* **Vendor disclaimers**
* Implied warranties
* Consequential damages
* **Warranties of performance**
* **Indemnity**
* **Taxes**
* **General**
* Force majeure
* Notices
* Country Law
* Assignment