



DISCLAIMER: This document is for informational purposes only. Contractual terms vary by agency, client, and jurisdiction. You should always consult with an attorney or legal advisor before signing or negotiating any binding agreement.

Contract Review Checklist

General Contract Essentials (All Types)

- Parties are clearly identified (legal names, addresses, and contact information).
- Scope of work or deliverables are clearly described and measurable.
- Term and renewal clauses specify start/end dates and conditions for extension.
- Payment terms include rate, schedule, and acceptable methods.
- Late payment, penalty, or interest terms are clearly stated.
- Termination rights for both parties are defined (for cause and convenience).
- Confidentiality or Non-Disclosure provisions are included if sensitive data is shared.
- Dispute resolution method defined (mediation, arbitration, or court jurisdiction).
- Indemnification, insurance, and liability caps reviewed for fairness.
- Compliance references are clear (e.g., 2 CFR 200, FAR, OSHA, state/local laws).
- Signatures and execution dates included for all parties.

Service Agreements / Professional Services

- Scope of work outlines deliverables, milestones, and performance standards.
- Change order process is defined for added work.
- Ownership of work product or intellectual property clarified.
- Subcontracting or assignment restrictions reviewed.
- Client responsibilities and dependencies identified (access, data, approvals).
- Reporting frequency or performance metrics stated.
- Billing structure confirmed (hourly, milestone, flat fee).

Vendor or Purchasing Contracts

- Product or service specifications listed in detail.
- Delivery timelines, shipping terms, and acceptance criteria defined.
- Warranty or return policies included.
- Responsibility for damage, loss, or delay assigned.
- Price adjustment or escalation clauses identified.

- Renewal or price-lock period specified.
- Inspection and acceptance procedures defined.

Construction or Facilities Contracts

- Scope includes drawings, permits, and specifications.
- Payment tied to progress milestones or deliverables.
- Retainage percentage and release schedule confirmed.
- Change order procedures and approval authority documented.
- Insurance and bonding requirements verified.
- Safety, site access, and environmental provisions reviewed.
- Delay, liquidated damages, or force majeure clauses reviewed.

IT / Software / SaaS Agreements

- Software functionality and service levels (SLA) are defined.
- Data ownership, access, and backup provisions clarified.
- Security standards (SOC 2, NIST, ISO, etc.) verified.
- Maintenance, upgrades, and technical support terms outlined.
- User license type (subscription, seat, perpetual) confirmed.
- Termination and data retrieval procedures clear.
- Confidentiality and non-compete provisions reviewed.

Subcontractor or Partner Agreements

- Prime contract flow-down clauses identified.
- Roles, responsibilities, and scope boundaries defined.
- Confidentiality, non-solicitation, and non-compete clauses reviewed.
- Payment terms aligned with prime contract timing.
- Indemnification and insurance requirements mirror the prime contract.
- Termination and replacement terms included.