

Independent Contractor Agreement

This Independent Contractor Agreement (‘‘Agreement’’) is made and entered into as of [Date] (‘‘Effective Date’’) by and between:

- **Client:** [Client Name], having a principal place of business at [Client Address]
- **Contractor:** [Contractor Name], an independent contractor, with a business address at [Contractor Address]

1. Scope of Services

The Contractor agrees to provide the following IT services to the Client as described in **Exhibit A** or as otherwise mutually agreed in writing by both parties (‘‘Services’’).

2. Term and Termination

This Agreement shall commence on the Effective Date and shall continue until the completion of the Services or terminated by either party with [number] days' written notice.

3. Payment Terms

The Client shall pay the Contractor as follows: [Describe payment rate, schedule, and method]. Invoices shall be submitted in accordance with the payment schedule, and payment is due within [number] days of receipt.

4. Independent Contractor Status

The Contractor is engaged as an independent contractor. Nothing herein shall be construed to create an employer-employee relationship, partnership, or joint venture between the parties.

5. Confidentiality

Both parties agree to keep all confidential information, including technical, commercial, and business data, in strict confidence and not disclose such information without prior written consent.

6. Intellectual Property

All intellectual property, materials, and deliverables created by the Contractor in the course of providing Services shall be owned by: [Specify Client or Contractor], unless otherwise agreed in writing.

7. Warranties and Liability

The Contractor warrants that the Services will be performed professionally and in accordance with industry standards. Liability for damages is limited to the amount paid for the Services.

8. Governing Law

This Agreement shall be governed by and construed in accordance with the laws of the State/Province of [Jurisdiction].

9. Entire Agreement

This Agreement contains the entire understanding between the parties regarding its subject matter and supersedes all prior agreements, understandings, and representations.

Signatures

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the Effective Date.

[Client Name]
Date: _____

[Contractor Name]
Date: _____

Exhibit A: Description of IT Services

[Provide a detailed description of the IT services to be performed, project milestones, deliverables, and timelines]