Controller-Processor – U.S. Data Processing Addendum v1
Effective 7/3/24

This Addendum is not intended to replace the obligations outlined in the Controller – Processor DPA to which it is appended. It is rather intended to further specify additional obligations applicable when Personal Data Processing of Data Subjects who are residents of the United States ("US") is in scope or when the processing is occurring in this country.

1.   General Obligations

The Processor undertakes to make available to the Controller, at the Controller's request, all information the Controller deems necessary to verify that the Processor has complied with its obligations under the Agreement and the U.S. State Comprehensive Privacy Law.

2.   Prohibited Processing

The Processor is explicitly prohibited from:

Combining the Personal Data that the Processor receives pursuant to the Agreement with Personal Data that it receives from or on behalf of another person or persons or collects from its own interaction with the consumer.

3.   Sub-processors

The Processor undertakes to Notify the Controller of any subcontractors the Processor's subcontractors have engaged, as well as only engage the subcontractor after providing the Controller with an opportunity to object.

4.   Technical and Organizational Measures

The Processor undertakes to:

a. Allow the Controller, the Controller's designee or a qualified and independent person the Processor engages, in accordance with an appropriate and accepted control standard, framework, or procedure, to assess the Processor's policies and technical and organizational measures for complying with the Processor's obligations under the Processor's Agreement with the Controller and require the Processor to cooperate with the assessment. At the Controller's request, the Processor shall report the results of the assessment to the Controller.

b. Require the Processor to enable the business to comply with consumer requests made pursuant to the U.S. State Comprehensive Privacy Law.

Consumer Health Data

In particular as it relates to Consumer Health Data, the following obligations are applicable:

a. The Controller shall outline the Processing instructions and limit the actions the Processor may take with respect to the Consumer Health Data it Processes.

b. The Processor shall Process Consumer Health Data only in a manner that is consistent with the binding instructions set forth in the Agreement with the Controller.

c. The Processor shall assist the Controller by appropriate technical and organizational measures, insofar as this is possible, in fulfilling the Controller's obligations under the Consumer Health Data privacy law.