

3-Party Online SaaS Escrow

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You may be interested in a 3-party Online SaaS Escrow agreement. Below we explain what exactly that means:

3 Parties: the Escrow arrangement applies to a specific combination of SaaS Supplier and User. This is in contrast to a Collective Agreement, in which several Users can be registered as a Beneficiary.

Online: The SaaS Supplier uploads the deposits (Source Code, Data and description of SaaS Infrastructure) online in our SecureStorage. SecureStorage is a dedicated infrastructure developed by us. This is approached by the Supplier via VPN and files are transferred via SFTP. Before any of the deposits is uploaded, it is encrypted by the Supplier. The encryption key is sent by the Supplier to the Beneficiary and NOT to Softcrow. This creates a situation where we have a deposit which we can not access without the help of the Supplier or the Beneficiary (4-eyes principle). The Beneficiary has a key but can not access the deposit. Only when the deposit has to be released the Beneficiary receives the necessary credentials (password, user id) to log in. SecureStorage is located within Dutch data centers.

SaaS: In addition to a standard escrow arrangement, in which only a Source Code deposit is kept, the SaaS Escrow also provides for deposits of the Business Data (the data which is entered into the system by the User and stored in the SaaS Environment) and a description of the SaaS Infrastructure. Each deposit can have it's own frequency (how often?) and retention scheme (how many versions to keep?).

Verification: In order to establish that the deposits we keep can actually lead to a working system, a so-called verification investigation is possible. This verification is always optional at the request of the Beneficiary. Since a part of Softcrow's work is also assessed, the verification is carried out by an external IT auditor. In cooperation with the Supplier, the auditor will determine whether the deposit can be retrieved from the SecureStorage, whether the deposit can be decrypted with the key made available to the Beneficiary and whether a working system can actually be built.

Costs: the costs (excluding VAT) involved in setting up and continuing a SaaS Online Escrow are listed in the table below. Whether we invoice the costs to the Beneficiary or to the Supplier is a choice. A distribution is also possible (for example the one-off costs for the Supplier and the annual costs for the Beneficiary).

Costs 3-Party Online Escrow	
Setting up, one-off	€950
Annual costs (only Source Code + Description SaaS Infrastructure)	€1.250
Annual costs (Source Code, Description of SaaS Infrastructure and Business Data) *	€1.960
Optional on request, Standard Verification Investigation by an external IT auditor**	€2.600
* 25 GB Storage and 100 GB traffic per month	
** Standard Verification = Max 4 hours compilation, reporting, hours Auditor and hours Softcrow	

Questions: If you have any questions, please feel free to contact us. Our contact details can be found below.