



PEER
LEGAL

COMMERCIAL
RESPONSIVE
INNOVATIVE

Every Legal Document Your Startup Needs (or using a recipe to make a cookie)

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Overview



CONTRACT
LAW 101



PRIVACY



TYPES OF
CONTRACTS



TIPS AND
TRAPS



Contract Law 101

(how to make a cookie)

What do you need to make a contract?

Contract Recipe

- 1 tbs offer
- 1tps acceptance
- 40g of intention to create legal relations
- 3 tbs of consideration
- A pinch of authority
- Mix together vigorously

Really, just worry about....

1. Are the terms clear?
2. Do you have evidence that the parties to the contract accepted those terms?



Contract Law 101

(how to make a cookie)

The best ways to make sure the terms are clear and you have evidence of those terms are to:

1. Make sure the terms are captured in writing.
2. Make sure the acceptance of those terms is clearly evidenced.

Also, what's in a name?



- Constitution and Trust Deed
- Partnership Agreement / Shareholder/Unitholder Agreement
- Loan Agreement
- Corporations Act

Types of structuring contracts (or picking your kitchen tools)



- Confidentiality agreements/NDA
- Standard terms and conditions
- Licence Agreements
- Services Agreements
- Employment/Contractor Agreements
- Lease and property licences

Essential agreements for a start-up – B2B (or your legal ingredients)

Essential agreements for a start-up - B2C

(or cutting, baking and
packaging the cookie)



- General terms and conditions
- Services/Licence Agreements
- SaaS/PaaS Agreements
- End User Licence Agreement (EULA)
- Website user terms
- Privacy policy

Making sure
no-one gets
food
poisoning
and you don't
go broke



What does your contract need to do?

1. Commit you to providing a good or service.
2. Commit a customer to paying you a price.
3. Sets out obligations – mutual or one way.
4. Who owns any intellectual property.
5. What happens when things go wrong, eg:
 1. People don't pay.
 2. You don't deliver.
 3. There is a dispute.
6. How long does all this go on for?
7. What happens when we want it all to end?

Tips and traps

- A stitch in time saves nine
- No-one needs a contract until they do
- Writing things down makes you think more deeply about those things
- You might think you're on the same page, but you're not
- A bad contract can lose you business
- Not having a contract can send you broke
- Contracts can be a safety net
- Contracts are not full-proof
- Unless people are prepared to respect them, contracts are only as good as your willingness to enforce them
- You are free to contract however you like, except where you're not...

Privacy

You are bound by the Privacy Act if:

- your business has turnover of \$3 million or more;
- you provide a health service or otherwise hold health information (other than in an employee record);
- you disclose, or collect, personal information about another individual for a benefit, service or advantage;
- you are a contracted service provider for a Commonwealth contract or
- you are a credit reporting body; or
- your contract requires you to comply with the Privacy Act.

Privacy

What is personal information?

What is sensitive information?

Privacy

If you are an APP entity, you must comply with the 13 Australian Privacy Principles.

- Open and transparent management of personal information
- Anonymity and pseudonymity
- How personal information can be collected
- Dealing with unsolicited information
- Collection notices

Privacy

If you are an APP entity, you must comply with the 13 Australian Privacy Principles.

- Use and disclosure of personal information
- Direct marketing
- Overseas recipients
- Government related identifiers
- Quality, security, access to and correction of personal information

Privacy Policies, Collection Notice and Notifiable Data Breach Scheme

If you are an APP entity, you must:

- Comply with the APPs
- Have a privacy policy
- Have a collection notice
- Comply with the Notifiable Data Breach Scheme



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