

Leaving a software vendor: what to ask for

Code, data and access. A checklist before you leave, a request template and what to verify after the handover.

For owners and operations people who want to switch software vendors or leave a SaaS. Use it before you announce that you're leaving, while the vendor still answers willingly.

Since 2023 we have delivered 15+ production projects. We have also helped a company get out of a system it didn't own.

We are not lawyers and this is not legal advice. For contracts, penalties or a dispute, consult a lawyer.

1. Before you announce that you're leaving

- ☐ **Prepare where the data will land.** At least the basics of the new system. Otherwise you'll have data with nowhere to go and a licence that keeps running.
- ☐ **Find out when the licence or the notice period ends.** You need time to run both systems side by side.
- ☐ **List everything the system does.** Including things it does "on its own" (emails, exports, integrations).
- ☐ **Pull out the contract** and find the four places from part 3.
- ☐ **Name one person** who leads the exit and talks to the vendor.

2. What to ask for

Code (if the software was built for you)

What	Why	How to check
The repository with its full history	A zip of code doesn't show who changed what and why	An invitation to, or transfer of, the repository to your account
Instructions for running the system from scratch	Without them, code is just text	Someone else runs it from the instructions on a clean computer
Documentation, even if incomplete	How the system works, what is where	You read it and understand it
A list of libraries and services the system relies on	So nothing stops working when accounts change	The list matches what is running

What	Why	How to check
Confirmation of rights from subcontractors	If the vendor worked through other people	In writing, in the contract or an amendment

Data

What	Format	Note
Customers and contacts	CSV or Excel	One file per table
Orders, quotes, jobs	CSV or Excel	For the whole period, not just this year
Invoices and documents	Original files + a table	You have to keep documents for years; check the period with your accountant
Attachments and uploaded files	Original files	Including which record each one belongs to
Users and their roles	CSV or Excel	Who had which access

Don't ask for "everything". Ask for the data you entered into the system or that came from your work. You usually have no claim to the inside of the system (its code and know-how). And you don't need it.

Access and accounts

What	Whose name it should be in
Domain and DNS	Your company. Without it, leaving hurts the most.
Servers and cloud	Your company owns the account and your card pays
Email service (emails sent by the system)	Your company
Payment gateway	Your company
App stores (App Store, Google Play)	Your company
Analytics and monitoring	Your company
API keys for third-party services	New keys on your account, old ones revoked
Backups	Where they are, how often, who can restore them

Rule: an account in the vendor's name isn't your account. A password isn't enough; you want a transfer.

3. Four places in the contract

For software made to order, Slovakia has § 91(4) of the Copyright Act (185/2015). For a computer program and a database, the client is treated as the employer. So you exercise the property rights yourself, directly by law.

Place in the contract	What to look for
Intellectual property	Does it rely on a work made to order? Under Slovak law, a clause “transferring all property rights” is invalid, because these rights can’t be transferred. In practice a court reads it as a licence.
Pre-existing work	Tools and templates the vendor had before the contract stay theirs. Do you have a permanent licence to them, not just for the length of the cooperation?
Termination	Notice period (30 days is a common standard), handover of code, documentation and access, help with the transition.
Return and deletion of data	Some contracts oblige the vendor to return and delete data shortly after the end. Ask for the export before that period starts.

If something is missing, you don’t need a dispute right away. Ask for an amendment. If the contract is governed by Czech, German or any other law, consult a lawyer. Whether the EU Data Act applies to your SaaS is also a question for a lawyer.

4. How to ask for it

Start with a phone call, owner to owner. Then three versions of the letter, in this order: friendly, firm, formal. Give each one time.

A friendly request template:

Hello, we are preparing a move to a new system. Please send us a one-off export of the data we entered into the system: customers and contacts, orders, quotes and invoices for the whole period. CSV or Excel format, one file per table. We don’t need anything from the inside of your system. We are happy to sign a non-disclosure agreement and to pay for the export. Deadline: within 30 days. Thank you.

What it leaves out: reproaches, threats and paragraphs. Those belong in the formal version, ideally from a lawyer.

Offering to pay for the export often helps the most. For the vendor it’s a small job; for you it’s the fastest way out.

5. After the handover: what to verify

- ☐ Someone who didn’t write the system ran it from scratch using the instructions.
- ☐ The data in the new system matches the old one. Check totals and a few random records.

- ☐ All passwords and API keys have been changed.
- ☐ The old vendor's access has been removed.
- ☐ You have restored a backup for real at least once.
- ☐ The old system now runs read-only. Don't keep syncing with a system you're about to switch off.
- ☐ The domain and accounts are in the company's name, not a person's.

6. When to call a lawyer

- the vendor doesn't answer even a formal request,
- the contract contains penalties or exclusivity,
- the data is something you're legally required to archive,
- the licence ends before you get the data,
- the contract is governed by a law other than Slovak law.

Locked in a box?

In 15 minutes with Filip we go through which system holds your data and what you need from it. We tell you where to start and what to ask for first.

Book 15 minutes with Filip: digitaliko.com/contact

Digitaliko s.r.o. · www.digitaliko.com · Custom software in weeks. Yours from day one.